

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:  
  
FISKER INC., *et al.*,<sup>1</sup>  
  
Debtors.

Chapter 11  
  
Case No. 24-11390 (TMH)  
  
(Jointly Administered)  
  
**Re: Docket No. 7**

**CERTIFICATION OF COUNSEL REGARDING ESTABLISHING  
NOTIFICATION AND HEARING PROCEDURES FOR, AND APPROVING  
RESTRICTIONS ON, CERTAIN TRANSFERS OF AND DECLARATIONS OF  
WORTHLESSNESS WITH RESPECT TO INTERESTS IN AND  
CERTAIN CLAIMS AGAINST THE DEBTORS' ESTATES**

The undersigned counsel to the above-captioned debtors and debtors in possession (the “**Debtors**”) hereby certify as follows:

1. On June 17 and 19, 2024 (collectively, the “**Petition Date**”), the Debtors commenced these cases (the “**Chapter 11 Cases**”) by filing voluntary petitions for relief under chapter 11 of title 11 of the United States Code (as amended, the “**Bankruptcy Code**”).

2. On June 20, 2024, the Debtors filed the *Motion of Debtors for Entry of Interim and Final Orders (I) Establishing Notification and Hearing Procedures for, and Approving Restrictions on, Certain Transfers of and Declarations of Worthlessness with Respect to Interests in and Certain Claims Against the Debtors’ Estates and (II) Establishing a Record Date for Notice and Sell-Down Procedures for Trading in Claims Against the Debtors’ Estates*

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<sup>1</sup> The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers or Delaware file numbers, are as follows: Fisker Inc. (0340); Fisker Group Inc. (3342); Fisker TN LLC (6212); Blue Current Holding LLC (6668); Platinum IPR LLC (4839); and Terra Energy Inc. (0739). The address of the debtors’ corporate headquarters is 14 Centerpointe Drive, La Palma, CA 90623.



(D.I. 7) (the “**Motion**”). Attached as Exhibit B to the Motion was a proposed form of interim order.

3. Prior to the hearing held on June 21, 2024 (the “**First Day Hearing**”), the Debtors made revisions to the proposed form of interim order incorporating comments from the Office of the United States Trustee (the “**Revised Order**”). Additional modifications have been made to the Revised Order, as well as to the Securities Procedures (D.I. 7-1), Record Date Notice (D.I. 7-4), and Interim Order Notice (D.I. 7-5), to incorporate further comments from the Office of the United States Trustee. A copy of the modified Revised Order, Securities Procedures, Record Date Notice, and Interim Order Notice (the “**Further Revised Order**”) is attached hereto as **Exhibit A**. For the convenience of the Court and all parties in interest, a redline comparing the proposed interim order attached to the Motion to the Further Revised Order is attached hereto as **Exhibit B**.

4. The Office of the United States Trustee reviewed the Further Revised Order and has no objection to its entry.

*[Remainder of page intentionally left blank]*

WHEREFORE, the Debtors respectfully request that the Court enter the Further Revised Order at its earliest convenience.

Dated: June 24, 2024  
Wilmington, Delaware

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

/s/ Brenna A. Dolphin

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*Proposed Counsel to the Debtors and Debtors in Possession*

**Exhibit A**

Further Revised Order

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

In re:

FISKER INC., *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 24-11390 (TMH)

(Jointly Administered)

**Re: Docket No. 7**

**INTERIM ORDER ESTABLISHING NOTIFICATION AND HEARING  
PROCEDURES FOR, AND APPROVING RESTRICTIONS ON, CERTAIN  
TRANSFERS OF AND DECLARATIONS OF WORTHLESSNESS WITH RESPECT  
TO INTERESTS IN AND CERTAIN CLAIMS AGAINST THE DEBTORS' ESTATES**

Upon the motion (the “**Motion**”)<sup>2</sup> of Fisker Inc. and certain of its affiliates (collectively, the “**Debtors**”), each of which is a debtor and debtor in possession in the Chapter 11 Cases, for entry of interim and final orders, pursuant to sections 105 and 362 of title 11 of the Bankruptcy Code and Bankruptcy Rules 6003 and 6004, (a) enforcing the automatic stay by implementing the Securities Procedures, (b) establishing and implementing restrictions on, and notification requirements regarding the Beneficial Ownership of, certain transfers of, and declarations of worthlessness with respect to, Securities, (c) prohibiting conversions of the Convertible Notes into Class A common stock, (d) directing that any purchase, sale or other transfer of, or declaration of worthlessness with respect to, Securities in violation of the Securities Procedures shall be null and void *ab initio*, (e) approving the form of notice notifying holders of Securities of the Securities Procedures, and (f) granting related relief, as more fully described in the Motion; and the Court

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<sup>1</sup> The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers or Delaware file numbers, are as follows: Fisker Inc. (0340); Fisker Group Inc. (3342); Fisker TN LLC (6212); Blue Current Holding LLC (6668); Platinum IPR LLC (4839); and Terra Energy Inc. (0739). The address of the debtors’ corporate headquarters is 14 Centerpointe Drive, La Palma, CA 90623.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion or the Securities Procedures.

having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. § 1334 and the *Amended Standing Order of Reference from the United States District Court for the District of Delaware*, dated February 29, 2012; and the Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157; and the Court having found that it may enter a final order consistent with Article III of the United States Constitution; and the Court having found that venue of the Chapter 11 Cases and related proceedings being proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided to the Notice Parties, such notice having been adequate and appropriate under the circumstances, and it appearing that no other or further notice need be provided; and the Court having reviewed and considered the Motion and the DiDonato Declaration; and the Court having held a hearing to consider the relief requested in the Motion on an interim basis (the “**Hearing**”); and the Court having determined that the legal and factual bases set forth in the Motion and the DiDonato Declaration and at the Hearing establish just cause for the relief granted herein; and the Court having found that the relief requested in the Motion is in the best interests of the Debtors, their creditors, their estates and all other parties in interest; and the Court having determined that the relief requested in the Motion is necessary to avoid immediate and irreparable harm to the Debtors and their estates as contemplated by Bankruptcy Rule 6003; and all objections and reservations of rights filed or asserted in respect of the Motion, if any, having been withdrawn, resolved or overruled; and upon all of the proceedings had before the Court; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is granted on an interim basis to the extent set forth in this order (this “**Order**”).

2. The Securities Procedures set forth in Exhibit A to the Motion are hereby approved on an interim basis; *provided, however*, any party in interest may request relief from the Securities Procedures.

3. The Debtors and the Debtors' counsel shall keep all information provided in all notices delivered pursuant to the Interim Order and Final Order strictly confidential and shall not disclose the contents thereof to any Person (including any lender), except (a) to the extent necessary to respond to a petition or objection filed with the Court, (b) to the extent otherwise required by law, or (c) to the extent that the information contained therein is already public; *provided, however*, that the Debtors may disclose the contents thereof to their professional advisors, who shall keep all such notices strictly confidential and shall not disclose the contents thereof to any other Person, subject to further Court order. To the extent that confidential information is necessary to respond to a petition or objection filed with the Court, such confidential information shall be filed under seal or in redacted form in accordance with the procedures set forth in Local Rule 9018-1(d).

4. Any transfer of Beneficial Ownership of Securities, conversion of the Convertible Notes into Class A common stock or declaration of worthlessness with respect to Securities, in violation of the Securities Procedures, including the notice requirements, shall be null and void *ab initio*.

5. In the case of any such transfer of Beneficial Ownership of Securities or conversion of the Convertible Notes in violation of the Securities Procedures, including the notice requirements, the Person making such transfer or conversion shall be required to take remedial actions specified by the Debtors, which may include the actions specified in the United States

Department of Treasury's Private Letter Ruling 201010009 (Dec. 4, 2009), to appropriately reflect that such transfer or conversion is null and void *ab initio*.

6. In the case of any such declaration of worthlessness with respect to Securities in violation of the Securities Procedures, including the notice requirements, the Beneficial Owner making such declaration shall be required to file an amended tax return revoking such declaration and any related deduction to appropriately reflect that such declaration is void *ab initio*.

7. All time periods set forth in this Order (including in the Securities Procedures) shall be calculated in accordance with Bankruptcy Rule 9006(a).

8. The Debtors may retroactively or prospectively waive, in writing, any and all restrictions, stays and notification procedures set forth in the Securities Procedures.

9. To the extent that this Order is inconsistent with any prior order or pleading with respect to the Motion in the Chapter 11 Cases, the terms of this Order shall govern.

10. The requirements set forth in this Order are in addition to the requirements of Bankruptcy Rule 3001(e) and applicable securities, corporate and other laws and do not excuse noncompliance therewith.

11. A final hearing to consider the relief requested in the Motion shall be held on July 16, 2024, at 11:00 a.m. (prevailing Eastern Time) and any objections or responses to the Motion shall be filed and served on the Notice Parties so as to be actually received on or prior to July 9, 2024 at 4:00 p.m. (prevailing Eastern Time).

12. Nothing in this Order or any action taken by the Debtors in furtherance of the implementation hereof shall be deemed to constitute an assumption or rejection of any executory contract or unexpired lease pursuant to section 365 of the Bankruptcy Code, and all of the Debtors' rights with respect to such matters are expressly reserved.



13. Notwithstanding the relief granted herein and any actions taken hereunder, nothing contained herein shall (a) create, nor is it intended to create, any rights in favor of or enhance the status of any claim held by, any person or entity or (b) be deemed to convert the priority of any claim from a prepetition claim into an administrative expense claim.

14. Nothing in this Order nor the Debtors' payment of claims pursuant to this Order shall be construed as or deemed to constitute (a) an agreement or admission by the Debtors as to the amount, priority, character or validity of any claim against the Debtors on any grounds, (b) a grant of third-party beneficiary status or bestowal of any additional rights on any third party, (c) a waiver or impairment of any rights, claims or defenses of the Debtors' rights to dispute the amount, priority, character or validity of any claim on any grounds, whether under bankruptcy or non-bankruptcy law, (d) a promise by the Debtors to pay any claim or (e) an implication or admission by the Debtors that such claim is payable pursuant to this Order.

15. Within five business days of the entry of this Order, the Debtors shall serve copies of this Order on the Notice Parties and this Order shall be made available on the Debtors' case information website located at <https://www.veritaglobal.net/fisker>, such notice being reasonably calculated to provide notice to all parties that may be affected by the Securities Procedures, whether known or unknown, and no further notice of the Securities Procedures shall be necessary.

16. Within five business days after the entry of this Order, the Debtors shall serve notice of this Order, with all attachments, on any identified Substantial Securityholders (or their respective counsel).

17. Within five business days of the Effective Time, and at least once every three months during the pendency of the Chapter 11 Cases, all indenture trustees and transfer agents shall also send such notice to all holders of at least the Applicable Number of Securities, as

applicable. The Debtors shall also send such notice to all holders of Securities registered directly with any transfer agent.

18. Within five business days after receipt of such notice, any holder registered directly with any transfer agent who is a broker, bank, dealer or other agent or nominee (each a “**Nominee**”) shall, in turn, provide the notice to any holder for whose account the Nominee holds at least an Applicable Number of Securities. Any such holder shall, in turn, provide the notice to any Person for whom the holder holds at least an Applicable Number of Securities, and, in the holder’s discretion, may provide the notice to additional Persons for whom the holder holds any Security. Any Person, or Agent acting on such Person’s behalf, that sells an aggregate amount of at least an Applicable Number of Securities (or an Option with respect thereto) to another Person shall provide a copy of the notice to such purchaser or to any Agent acting on such purchaser’s behalf.

19. The Securities Procedures attached to this Order as **Exhibit A** are hereby approved.

20. The Record Date Notice attached to this Order as **Exhibit B** is hereby approved.

21. The Notice of Interim Order attached to this Order as **Exhibit C** is hereby approved.

22. Any Bankruptcy Rule or Local Rule that might otherwise delay the effectiveness of this Order is hereby waived, and the terms and conditions of this Order shall be effective and enforceable immediately upon its entry.

23. The Debtors are authorized to take any action necessary or appropriate to implement and effectuate the terms of, and the relief granted in, this Order without seeking further order of the Court.

24. The Court shall retain jurisdiction over any matter arising from or related to the implementation, interpretation and enforcement of this Order.

**Exhibit A**

**Securities Procedures**

**Procedures for Restrictions on Certain Transfers of and Declarations of Worthlessness with Respect to Interests in and Certain Claims Against the Debtors' Estates**

These Procedures for Restrictions on Certain Transfers of and Declarations of Worthlessness with Respect to Interests in and Certain Claims Against the Debtors' Estates (the "**Securities Procedures**") are the mechanism by which the Debtors propose that they will monitor and, if necessary, object to certain transfers of Beneficial Ownership of Securities and declarations of worthlessness with respect to Securities to ensure preservation of the Tax Attributes. The Securities Procedures are set forth below:

1. Notice of Substantial Securityholder Status. Any Person who is or becomes a Substantial Securityholder, must, on or before the later of (a) 15 days after service of a notice substantially in the form attached hereto as **Exhibit A-1** or (b) 15 days after that Person becomes a Substantial Securityholder, serve a notice, by first class mail and, where available, email and fax, substantially in the form attached hereto as **Exhibit A-1** (the "**Substantial Securityholder Notice**"), containing the Beneficial Ownership information upon the following: (i) Debtors, c/o Fisker Inc., 14 Centerpointe Drive, La Palma, CA 90623; (ii) proposed counsel to the Debtors, (A) Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, NY 10017, Attn: Brian M. Resnick, Esq., Darren S. Klein, Esq., Steven Z. Szanzer, Esq., and Richard J. Steinberg, Esq.; and (B) Morris, Nichols, Arsht & Tunnell, LLP, 1201 N. Market Street, 16th Floor, Wilmington, DE 19801, Attn: Robert J. Dehney, Sr., Esq., Sophie Rogers Churchill, Esq., and Evanthea Hammer, Esq.; (iii) counsel to CVI Investments, Inc. (c/o Heights Capital Management, Inc.), White & Case LLP, 1221 Avenue of the Americas, New York, NY 10036, Attn: Scott Greissman; and (iv) counsel to any official committee appointed in the Chapter 11 Cases (collectively, the "**Notice Parties**").

2. Restrictions and Procedures for Trading in Securities. Any Person that, after the Effective Time:

(a.) is not a Substantial Securityholder and wishes to purchase or otherwise acquire Beneficial Ownership of an amount of Securities that would cause the Person to become a Substantial Securityholder;

(b.) is a Substantial Securityholder and wishes to purchase or otherwise acquire Beneficial Ownership of any additional Securities; or

(c.) is a Substantial Securityholder and wishes to sell or otherwise dispose of Beneficial Ownership of any Securities,

must file with the Court and serve upon the Notice Parties an advance written declaration of the intended transfer of Securities, substantially in the form attached hereto as **Exhibit A-2** (a "**Declaration of Intent To Accumulate Securities**") or **Exhibit A-3** (a "**Declaration of Intent To Transfer Securities**") and, together with a Declaration of Intent To Accumulate Securities, each a "**Declaration of Proposed Transfer**"), as applicable.

The Debtors shall have 14 calendar days after receipt of a Declaration of Proposed Transfer to file with the Court and serve on the applicable Person an objection to any proposed transfer of

Beneficial Ownership of Securities described in the Declaration of Proposed Transfer on the grounds that such transfer might adversely affect the Debtors' ability to utilize their Tax Attributes.

If the Debtors file an objection, such transaction would remain ineffective unless such objection is withdrawn by the Debtors, or such transaction is approved by a final and non-appealable order of the Court.

If the Debtors do not object within such 14-day period, such transaction can proceed solely as set forth in the Declaration of Proposed Transfer. Further transactions within the scope of the Securities Procedures must be the subject of additional notices in accordance with the procedures set forth herein, with an additional 14-day waiting period for each Declaration of Proposed Transfer.

3. Procedures for Declarations of Worthlessness of Securities. Prior to filing any federal or state tax return, or any amendment to any such return, or taking any other action that claims any deduction for worthlessness with respect to Securities for a taxable year ending before the Debtors' emergence from chapter 11, the applicable 50% Shareholder must file with the Court and serve upon the Notice Parties a declaration of intent to claim a worthless stock deduction, substantially in the form attached hereto as **Exhibit A-4** (a "**Declaration of Intent To Claim a Worthless Stock Deduction**"). The same procedures applicable to a Declaration of Proposed Transfer (described in Paragraph 2 hereof) will apply with respect to a Declaration of Intent To Claim a Worthless Stock Deduction.

4. Conversion of the Convertible Note. As of the date hereof, the holders of the Convertible Notes shall not convert any of the Convertible Notes into Class A common stock.

5. Confidentiality. The Debtors and the Debtors' counsel shall keep all information provided in all notices delivered pursuant to the Interim Order and Final Order strictly confidential and shall not disclose the contents thereof to any Person (including any lender), except (a) to the extent necessary to respond to a petition or objection filed with the Court, (b) to the extent otherwise required by law, or (c) to the extent that the information contained therein is already public; *provided, however*, that the Debtors may disclose the contents thereof to their professional advisors, who shall keep all such notices strictly confidential and shall not disclose the contents thereof to any other Person, subject to further Court order. To the extent that confidential information is necessary to respond to a petition or objection filed with the Court, such confidential information shall be filed under seal or in redacted form in accordance with the procedures set forth in Local Rule 9018-1(d).

6. Sanctions for Noncompliance Relating to Securities. Acquisitions and dispositions of Beneficial Ownership of Securities, conversions of Convertible Notes or claims of deductions of worthlessness with respect to Securities in violation of the Securities Procedures set forth in Paragraphs 2, 3 and 4 of these Securities Procedures shall be void *ab initio* as an act in violation of the automatic stay prescribed by section 362 of the Bankruptcy Code and pursuant to the Court's equitable power prescribed in section 105(a) of the Bankruptcy Code. The sanction for violating Paragraph 2 or 4 of these Securities Procedures shall be reversal of the noncompliant transaction, or such other (or additional) measures as the Court may consider appropriate. The sanction for violating Paragraph 3 of these Securities Procedures shall be the requirement to file an amended

tax return revoking the declaration of worthlessness, or such other (or additional) measures as the Court may consider appropriate.

7. Discretionary Waiver by Debtors. The Debtors may, in their sole discretion, waive, in writing (including via email), any sanctions, remedies or notification procedures imposed by the Interim Order or the Final Order, as applicable.

8. Continued Compliance with Other Applicable Laws and Rules. The requirements set forth in the Interim Order or Final Order, as applicable, are in addition to the requirements of Bankruptcy Rule 3001(e) and applicable securities, corporate and other laws, and do not excuse compliance therewith.

9. Special Rules. A Person acquiring or disposing of Beneficial Ownership of Securities in the capacity of Agent of another Person shall not be treated as a Substantial Securityholder solely to the extent acting in the capacity of Agent, and shall not have an affirmative duty to inquire whether the account, customer, investment fund, principal, trust or beneficiary is subject to any restrictions or requirements under the Interim Order or the Final Order, as applicable; *provided, however*, that the account, customer, investment fund, principal, trust or beneficiary shall not be excluded from the Interim Order or the Final Order, as applicable, by reason of this Paragraph 9.

10. Definitions. For purposes of these Securities Procedures:

“**50% Shareholder**” means any person or entity that currently is or becomes a “50-percent shareholder” within the meaning of section 382(g)(4)(D) of the I.R.C. and the Treasury regulations thereunder, provided that ownership shall be measured using the definition of Beneficial Ownership described below, and applied to each of the Debtors’ Stock or Convertible Notes, with 50% measured on a series-by-series basis.

“**Agent**” means a broker, account manager, agent, custodian, nominee, prime broker, clearinghouse or trustee (but not including a trustee qualified under section 401(a) of the I.R.C.).

“**Applicable Number**” has the meaning given in the definition of Substantial Securityholder.

“**Bankruptcy Code**” has the meaning given in the Motion.

“**Bankruptcy Rules**” has the meaning given in the Motion.

“**Beneficial Ownership**” means ownership in accordance with the applicable rules of sections 382 and 383 of the I.R.C. and the Treasury regulations thereunder (other than section 1.382-2T(h)(2)(i)(A) of the Treasury regulations), and includes direct, indirect and constructive ownership of Securities (*e.g.*, including that (a) a holding company would be considered to beneficially own all Securities owned by its subsidiaries, (b) a partner in a partnership would be considered to beneficially own its proportionate share of any Securities owned by such partnership, (c) an individual and such individual’s family members may be treated as one individual, (d) Persons acting in concert to make a coordinated acquisition of Securities may be treated as a single entity, (e) a holder would be considered to beneficially own Securities that such holder has an

Option to acquire.). An **“Option”** to acquire Securities includes all interests described in section 1.382-4(d)(9) of the Treasury regulations, including any contingent purchase right, warrant, convertible debt, put, call, stock subject to risk of forfeiture, contract to acquire stock or similar interest, regardless of whether it is contingent or otherwise not currently exercisable. **“Beneficial Ownership”** and **“Beneficial Owner”** shall have correlative meanings. For the avoidance of doubt, Beneficial Ownership of Securities includes ownership of Convertible Notes, which shall be treated under these Securities Procedures both as Beneficial Ownership of a separate class of Securities and as Beneficial Ownership of the Debtors’ Class A Common Stock, as applicable, into which such Convertible Notes may be converted.

**“Chapter 11 Cases”** has the meaning given in the Motion.

**“Convertible Note”** has the meaning given in the Motion.

**“Court”** has the meaning given in the Motion.

**“Debtors”** has the meaning given in the Motion.

**“Declaration of Proposed Transfer”** has the meaning given in Paragraph 2 hereof.

**“Effective Time”** means the time of effectiveness of the Interim Order or the Final Order, as applicable.

**“Final Order”** has the meaning given in the Motion.

**“DiDonato Declaration”** has the meaning given in the Motion.

**“Interim Order”** has the meaning given in the Motion.

**“I.R.C.”** has the meaning given in the Motion.

**“Motion”** means the *Motion of Debtors for Entry of Interim and Final Orders (I) Establishing Notification and Hearing Procedures for, and Approving Restrictions on, Certain Transfers of and Declarations of Worthlessness with Respect to Interests in and Certain Claims Against the Debtors’ Estates and (II) Establishing a Record Date for Notice and Sell-Down Procedures for Trading in Claims Against the Debtors’ Estates* filed in the Chapter 11 Cases.

**“Person”** means a person or Entity (as such term is defined in section 1.382-3(a) of the Treasury regulations).

**“Petition Date”** has the meaning given in the Motion.

**“Securities”** has the meaning given in the Motion.

**“Securities Procedures”** has the meaning given in the preamble hereof.

**“Substantial Securityholder”** means a Beneficial Owner of at least (a) [5,286,500] shares of Class A common stock (representing approximately 4.5% of all shares of Class A common stock issued and outstanding as of the Petition Date), (b) [5,955,500] shares of Class B common



stock (representing approximately 4.5% of all shares of Class B common stock issued and outstanding as of the Petition Date), (c) \$[8,273,000] in principal amount of the Series A-1 and/or Series B-1 Convertible Notes due 2025 (representing approximately 4.5% of the total principal amount of both series of Convertible Notes due 2025 outstanding as of the Petition Date) and/or (d) \$[30,037,500] in principal amount of the Convertible Notes due 2026 (representing approximately 4.5% of the total principal amount of Convertible Notes due 2026 outstanding as of the Petition Date) (any such number of shares or principal amount in each of clause (i) to (iv), as applicable, the “**Applicable Number**”).

“**Substantial Securityholder Notice**” has the meaning given in Paragraph 1 hereof.

“**Tax Attribute(s)**” has the meaning given in the Motion.

11. Notice Procedures.

(a.) Within five business days after the Court’s entry of the Interim Order, the Debtors shall serve notice of the Interim Order, with all attachments, on any identified Substantial Securityholders (or their respective counsel).

(b.) Within five business days of the Effective Time, and at least once every three months during the pendency of the Chapter 11 Cases, all indenture trustees and transfer agents shall also send such notice to all holders of at least the Applicable Number of Securities, as applicable. The Debtors shall also send such notice to all holders of Securities registered directly with any transfer agent.

(c.) Within five business days after receipt of such notice, any holder registered directly with any transfer agent who is a broker, bank, dealer or other agent or nominee (each a “**Nominee**”) shall, in turn, provide the notice to any holder for whose account the Nominee holds at least an Applicable Number of Securities. Any such holder shall, in turn, provide the notice to any Person for whom the holder holds at least an Applicable Number of Securities, and, in the holder’s discretion, may provide the notice to additional Persons for whom the holder holds any Security. Any Person, or Agent acting on such Person’s behalf, that sells an aggregate amount of at least an Applicable Number of Securities (or an Option with respect thereto) to another Person shall provide a copy of the notice to such purchaser or to any Agent acting on such purchaser’s behalf.

**Exhibit A-1**

**Substantial Securityholder Notice**

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

In re:

FISKER INC., *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 24-11390 (TMH)

(Jointly Administered)

**Re: Docket No. \_\_**

**SUBSTANTIAL SECURITYHOLDER NOTICE**

**PLEASE TAKE NOTICE** that the undersigned party hereby provides notice of its Beneficial Ownership<sup>2</sup> of Securities in an amount at least equal to [5,286,500] shares of Class A common stock (representing approximately 4.5% of all shares of Class A common stock issued and outstanding as of the Petition Date), (ii) [5,955,500] shares of Class B common stock (representing approximately 4.5% of all shares of Class B common stock issued and outstanding as of the Petition Date), (iii) \$[8,273,000] in principal amount of the Series A-1 and/or Series B-1 Convertible Notes due 2025 (representing approximately 4.5% of the total principal amount of both series of Convertible Notes due 2025 outstanding as of the Petition Date) and/or (iv) \$[30,037,500] in principal amount of the Convertible Notes due 2026 (representing approximately 4.5% of the total principal amount of Convertible Notes due 2026 outstanding as of the Petition Date).

**PLEASE TAKE FURTHER NOTICE** that, as of \_\_\_\_\_, 2024, the undersigned has Beneficial Ownership of the following Securities:

<u>Debtor</u>	<u>Class/Series of Securities</u>	<u>Description of Securities</u>	<u>Amount/Principal Amount of Securities</u>	<u>Directly Owned (✓)</u>

<sup>1</sup> The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers or Delaware file numbers, are as follows: Fisker Inc. (0340); Fisker Group Inc. (3342); Fisker TN LLC (6212); Blue Current Holding LLC (6668); Platinum IPR LLC (4839); and Terra Energy Inc. (0739). The address of the debtors’ corporate headquarters is 14 Centerpointe Drive, La Palma, CA 90623.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the *Interim Order Establishing Notification and Hearing Procedures for, and Approving Restrictions on, Certain Transfers of and Declarations of Worthlessness with Respect to Interests in and Certain Claims Against the Debtors’ Estates* [D.I. \_\_\_\_] or *Final Order (I) Establishing Notification and Hearing Procedures For, and Approving Restrictions on, Certain Transfers of and Declarations of Worthlessness with Respect to Interests in and Certain Claims Against the Debtors’ Estates and (II) Establishing a Record Date for Notice and Sell-Down Procedures for Trading in Claims Against the Debtors’ Estates* [D.I. \_\_\_\_], as applicable (the “**Order**”).

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**PLEASE TAKE FURTHER NOTICE** that the last four digits of the taxpayer identification number of the undersigned party are \_\_\_\_\_.<sup>3</sup>

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Order, this declaration (this “**Declaration**”) is being filed with the Court and served upon the Notice Parties.

**PLEASE TAKE FURTHER NOTICE** that, pursuant to 28 U.S.C. § 1746, under penalties of perjury, the undersigned party hereby declares that he or she has examined this Declaration and accompanying attachments (if any), and, to the best of his or her knowledge and belief, this Declaration and any attachments hereto are true, correct and complete.

This notice is given in addition to, and not as a substitute for, any requisite notice under Bankruptcy Rule 3001(e).

*[Signature page follows]*

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<sup>3</sup> All persons and entities required to file a notice(s) pursuant to these procedures MUST redact all but the last 4 digits of their taxpayer identification number from such notices when filing the same with the Court.

Respectfully submitted,

(Name of Declarant)

\_\_\_\_\_  
By:

Name:

Address:

Telephone:

Facsimile:

Dated: \_\_\_\_\_, 20\_\_  
,  
(City) (State)

**Exhibit A-2**

**Declaration of Intent to Accumulate Securities**

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

In re:

FISKER INC., *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 24-11390 (TMH)

(Jointly Administered)

**Re: Docket No.** \_\_\_\_

**DECLARATION OF INTENT TO ACCUMULATE SECURITIES**

**PLEASE TAKE NOTICE** that the undersigned party hereby provides notice of its intention to purchase, acquire or otherwise accumulate (the “**Proposed Transfer**”) one or more shares of Debtors’ Securities.<sup>2</sup> The Debtors are debtors and debtors in possession in Case No. 24-11390 pending in the United States Bankruptcy Court for the District of Delaware (the “**Court**”).

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Proposed Transfer, the undersigned party proposes to purchase, acquire or otherwise accumulate Beneficial Ownership of \_\_\_\_\_ shares of Class \_\_\_\_ common stock, or \$ \_\_\_\_\_ principal amount of \_\_\_\_\_ Convertible Notes due 202\_\_, or an Option with respect to \_\_\_\_\_ shares of Class \_\_\_\_ common stock. If the Proposed Transfer is permitted to occur, the undersigned party would have Beneficial Ownership as set forth below:

<u>Debtor</u>	<u>Class/Series of Securities</u>	<u>Description of Securities</u>	<u>Amount/Principal Amount of Securities</u>	<u>Directly Acquired (✓)</u>

<sup>1</sup> The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers or Delaware file numbers, are as follows: Fisker Inc. (0340); Fisker Group Inc. (3342); Fisker TN LLC (6212); Blue Current Holding LLC (6668); Platinum IPR LLC (4839); and Terra Energy Inc. (0739). The address of the debtors’ corporate headquarters is 14 Centerpointe Drive, La Palma, CA 90623.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the *Interim Order Establishing Notification and Hearing Procedures for, and Approving Restrictions on, Certain Transfers of and Declarations of Worthlessness with Respect to Interests in and Certain Claims Against the Debtors’ Estates* [D.I. [•]] or *Final Order (I) Establishing Notification and Hearing Procedures For, and Approving Restrictions on, Certain Transfers of and Declarations of Worthlessness with Respect to Interests in and Certain Claims Against the Debtors’ Estates and (II) Establishing a Record Date for Notice and Sell-Down Procedures for Trading in Claims Against the Debtors’ Estates* [D.I. [•]], as applicable (the “**Order**”).

**PLEASE TAKE FURTHER NOTICE** that the undersigned party currently has Beneficial Ownership of \_\_\_\_\_ shares of common stock or \_\_\_\_\_ principal amount of Convertible Notes, and/or an Option with respect to \_\_\_\_\_ shares of common stock, each as set forth below.

<u>Debtor</u>	<u>Class/Series of Securities</u>	<u>Description of Securities</u>	<u>Amount/Principal Amount of Securities</u>	<u>Directly Owned (✓)</u>

**PLEASE TAKE FURTHER NOTICE** that the last four digits of the taxpayer identification number of the undersigned party are \_\_\_\_\_.<sup>3</sup>

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Order, this declaration (this “**Declaration**”) is being filed with the Court and served upon the Notice Parties.

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Order, the undersigned party acknowledges that it is prohibited from consummating the Proposed Transfer unless and until the undersigned party complies with the Securities Procedures set forth therein.

**PLEASE TAKE FURTHER NOTICE** that the Debtors have 14 calendar days after receipt of this Declaration to object to the Proposed Transfer described herein. If the Debtors file an objection, such Proposed Transfer will remain ineffective unless such objection is withdrawn by the Debtors or such transaction is approved by a final and non-appealable order of the Court. If the Debtors do not object within such 14-day period, then after expiration of such period the Proposed Transfer may proceed solely as set forth in this Declaration.

**PLEASE TAKE FURTHER NOTICE** that any further transactions contemplated by the undersigned party that may result in the undersigned party purchasing, acquiring or otherwise accumulating Beneficial Ownership of additional shares of or amounts of Securities would each require an additional notice filed with the Court to be served in the same manner as this Declaration.

**PLEASE TAKE FURTHER NOTICE** that, pursuant to 28 U.S.C. § 1746, under penalties of perjury, the undersigned party hereby declares that he or she has examined this Declaration and accompanying attachments (if any), and, to the best of his or her knowledge and belief, this Declaration and any attachments hereto are true, correct and complete.

---

<sup>3</sup> All persons and entities required to file a notice(s) pursuant to these procedures MUST redact all but the last 4 digits of their taxpayer identification number from such notices when filing the same with the Court.



This notice is given in addition to, and not as a substitute for, any requisite notice under Bankruptcy Rule 3001(e).

*[Signature page follows]*

Respectfully submitted,

(Name of Declarant)

\_\_\_\_\_  
By:

Name:

Address:

Telephone:

Facsimile:

Dated: \_\_\_\_\_, 20\_\_

,

(City)

(State)

**Exhibit A-3**

**Declaration of Intent to Transfer Securities**

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

In re:

FISKER INC., *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 24-11390 (TMH)

(Jointly Administered)

**Re: Docket No.** \_\_\_\_

**DECLARATION OF INTENT TO TRANSFER SECURITIES**

**PLEASE TAKE NOTICE** that the undersigned party hereby provides notice of its intention to sell, trade or otherwise transfer (the “**Proposed Transfer**”) one or more shares of Debtors’ Securities.<sup>2</sup> The Debtors are debtors and debtors in possession in Case No. 24-11390 pending in the United States Bankruptcy Court for the District of Delaware (the “**Court**”).

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Proposed Transfer, the undersigned party proposes to sell, trade, or otherwise transfer Beneficial Ownership of \_\_\_\_\_ shares of Class \_\_\_\_ common stock, \$\_\_\_\_\_ principal amount of \_\_\_\_\_ Convertible Notes due 202\_\_, or an Option with respect to \_\_\_\_\_ shares of Class \_\_\_\_ common stock. If the Proposed Transfer is permitted to occur, the undersigned party would have Beneficial Ownership as set forth below:

<u>Debtor</u>	<u>Class/Series of Securities</u>	<u>Description of Securities</u>	<u>Amount/Principal Amount of Securities</u>	<u>Directly Owned (✓)</u>

<sup>1</sup> The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers or Delaware file numbers, are as follows: Fisker Inc. (0340); Fisker Group Inc. (3342); Fisker TN LLC (6212); Blue Current Holding LLC (6668); Platinum IPR LLC (4839); and Terra Energy Inc. (0739). The address of the debtors’ corporate headquarters is 14 Centerpointe Drive, La Palma, CA 90623.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the *Interim Order Establishing Notification and Hearing Procedures for, and Approving Restrictions on, Certain Transfers of and Declarations of Worthlessness with Respect to Interests in and Certain Claims Against the Debtors’ Estates* [D.I. [•]] or *Final Order (I) Establishing Notification and Hearing Procedures For, and Approving Restrictions on, Certain Transfers of and Declarations of Worthlessness with Respect to Interests in and Certain Claims Against the Debtors’ Estates and (II) Establishing a Record Date for Notice and Sell-Down Procedures for Trading in Claims Against the Debtors’ Estates* [D.I. [•]], as applicable (the “**Order**”).

**PLEASE TAKE FURTHER NOTICE** that the undersigned party currently has Beneficial Ownership of \_\_\_\_\_ shares of common stock, \$\_\_\_\_\_ principal amount of Convertible Notes, and/or an Option with respect to \_\_\_\_\_ shares of common stock, as set forth below:

<u>Debtor</u>	<u>Class/Series of Securities</u>	<u>Description of Securities</u>	<u>Amount/Principal Amount of Securities</u>	<u>Directly Owned (✓)</u>

**PLEASE TAKE FURTHER NOTICE** that the last four digits of the taxpayer identification number of the undersigned party are \_\_\_\_\_.<sup>3</sup>

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Order, this declaration (this “**Declaration**”) is being filed with the Court and served upon the Notice Parties.

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Order, the undersigned party acknowledges that it is prohibited from consummating the Proposed Transfer unless and until the undersigned party complies with the Securities Procedures set forth therein.

**PLEASE TAKE FURTHER NOTICE** that the Debtors have 14 calendar days after receipt of this Declaration to object to the Proposed Transfer described herein. If the Debtors file an objection, such Proposed Transfer will remain ineffective unless such objection is withdrawn by the Debtors or such transaction is approved by a final and non-appealable order of the Court. If the Debtors do not object within such 14-day period, then after expiration of such period the Proposed Transfer may proceed solely as set forth in this Declaration.

**PLEASE TAKE FURTHER NOTICE** that any further transactions contemplated by the undersigned party that may result in the undersigned party selling, trading or otherwise transferring Beneficial Ownership of additional Securities would each require an additional notice filed with the Court to be served in the same manner as this Declaration.

**PLEASE TAKE FURTHER NOTICE** that, pursuant to 28 U.S.C. § 1746, under penalties of perjury, the undersigned party hereby declares that he or she has examined this Declaration and accompanying attachments (if any), and, to the best of his or her knowledge and belief, this Declaration and any attachments hereto are true, correct and complete.

This notice is given in addition to, and not as a substitute for, any requisite notice under Bankruptcy Rule 3001(e).

*[Signature page follows]*

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<sup>3</sup> All persons and entities required to file a notice(s) pursuant to these procedures MUST redact all but the last 4 digits of their taxpayer identification number from such notices when filing the same with the Court.

Respectfully submitted,

(Name of Declarant)

\_\_\_\_\_  
By:

Name:

Address:

Telephone:

Facsimile:

Dated: \_\_\_\_\_, 20\_\_

,

(City)

(State)

**Exhibit A-4**

**Declaration of Intent to Claim a Worthless Stock Deduction**

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

In re:

FISKER INC., *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 24-11390 (TMH)

(Jointly Administered)

**Re: Docket No.** \_\_\_\_

**DECLARATION OF INTENT TO CLAIM A WORTHLESS STOCK DEDUCTION**

**PLEASE TAKE NOTICE** that the undersigned party hereby provides notice of its intention to claim a worthless stock deduction (the “**Proposed Worthlessness Claim**”) with respect to the Debtors’ Securities.<sup>2</sup> The Debtors are debtors and debtors in possession in Case No. 24-11390 pending in the United States Bankruptcy Court for the District of Delaware (the “**Court**”).

**PLEASE TAKE FURTHER NOTICE** that the undersigned party currently has Beneficial Ownership of \_\_\_\_\_ shares of Class \_\_\_\_ common stock, \$ \_\_\_\_\_ principal amount of \_\_\_\_\_ Convertible Notes due 202 \_\_, or an Option with respect to \_\_\_\_\_ shares of Class \_\_\_\_ common stock.

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Proposed Worthlessness Claim, the undersigned party proposes to declare that \_\_\_\_\_ shares of Class \_\_\_\_ common stock, \$ \_\_\_\_\_ principal amount of \_\_\_\_\_ Convertible Notes due 202 \_\_, or an Option with respect to \_\_\_\_\_ shares of Class \_\_\_\_ common stock became worthless during the tax year ending \_\_\_\_\_.

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<sup>1</sup> The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers or Delaware file numbers, are as follows: Fisker Inc. (0340); Fisker Group Inc. (3342); Fisker TN LLC (6212); Blue Current Holding LLC (6668); Platinum IPR LLC (4839); and Terra Energy Inc. (0739). The address of the debtors’ corporate headquarters is 14 Centerpointe Drive, La Palma, CA 90623.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the *Interim Order Establishing Notification and Hearing Procedures for, and Approving Restrictions on, Certain Transfers of and Declarations of Worthlessness with Respect to Interests in and Certain Claims Against the Debtors’ Estates* [D.I. \_\_\_\_] or *Final Order (I) Establishing Notification and Hearing Procedures For, and Approving Restrictions on, Certain Transfers of and Declarations of Worthlessness with Respect to Interests in and Certain Claims Against the Debtors’ Estates and (II) Establishing a Record Date for Notice and Sell-Down Procedures for Trading in Claims Against the Debtors’ Estates* [D.I. \_\_\_\_], as applicable (the “**Order**”).



**PLEASE TAKE FURTHER NOTICE** that the last four digits of the taxpayer identification number of the undersigned party are \_\_\_\_\_.<sup>3</sup>

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Order, this declaration (this “**Declaration**”) is being filed with the Court and served upon the Debtors and Davis Polk & Wardwell LLP and Morris, Nichols, Arsht & Tunnell LLP, proposed counsel to the Debtors, and the other Notice Parties.

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Order, the undersigned party acknowledges that the Debtors have 14 calendar days after receipt of this Declaration to object to the Proposed Worthlessness Claim described herein. If the Debtors file an objection, such Proposed Worthlessness Claim will not be effective unless such objection is withdrawn by the Debtors or such action is approved by a final and non-appealable order of the Bankruptcy Court. If the Debtors do not object within such 14-day period, then after expiration of such period the Proposed Worthlessness Claim may proceed solely as set forth in this Declaration.

**PLEASE TAKE FURTHER NOTICE** that any further claims of worthlessness contemplated by the undersigned party would each require an additional notice filed with the Court to be served in the same manner as this Declaration and are subject to an additional 14-day waiting period.

**PLEASE TAKE FURTHER NOTICE** that, pursuant to 28 U.S.C. § 1746, under penalties of perjury, the undersigned party hereby declares that he or she has examined this Declaration and accompanying attachments (if any), and, to the best of his or her knowledge and belief, this Declaration and any attachments hereto are true, correct and complete.

This notice is given in addition to, and not as a substitute for, any requisite notice under Bankruptcy Rule 3001(e).

*[Signature page follows]*

---

<sup>3</sup> All persons and entities required to file a notice(s) pursuant to these procedures MUST redact all but the last 4 digits of their taxpayer identification number from such notices when filing the same with the Court.

Respectfully submitted,

(Name of Declarant)

\_\_\_\_\_  
By:

Name:

Address:

Telephone:

Facsimile:

Dated: \_\_\_\_\_, 20\_\_

,

(City)

(State)

**Exhibit B**

**Record Date Notice**

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

In re:

FISKER INC., *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 24-11390 (TMH)

(Jointly Administered)

**Re: Docket No. \_\_\_\_**

**NOTICE OF ENTRY OF AN ORDER ESTABLISHING  
A RECORD DATE FOR NOTICE AND SELL-DOWN PROCEDURES  
FOR TRADING IN CERTAIN CLAIMS AGAINST THE DEBTORS' ESTATES**

**TO ALL PERSONS OR ENTITIES THAT HOLD CLAIMS AGAINST THE DEBTORS:**

**PLEASE TAKE NOTICE** that, on June 17 and 19, 2024 (the “**Petition Date**”), Fisker Inc. and certain of its affiliates (collectively, the “**Debtors**”), each of which is a debtor and debtor in possession in the above-captioned chapter 11 cases, filed voluntary petitions for relief with the United States Bankruptcy Court for the District of Delaware (the “**Court**”) under chapter 11 of the Bankruptcy Code.<sup>2</sup> Subject to certain exceptions, section 362 of the Bankruptcy Code operates as a stay of any act to obtain possession of property of or from the Debtors’ estates or to exercise control over property of or from the Debtors’ estates.

**PLEASE TAKE FURTHER NOTICE THAT** on the Petition Date, the Debtors filed the *Motion of Debtors for Entry of Interim and Final Orders (I) Establishing Notification and Hearing Procedures for, and Approving Restrictions on, Certain Transfers of and Declarations of Worthlessness with Respect to Interests in and Certain Claims Against the Debtors’ Estates and (II) Establishing a Record Date for Notice and Sell-Down Procedures for Trading in Claims Against the Debtors’ Estates* [D.I. 7] (the “**Motion**”).

**PLEASE TAKE FURTHER NOTICE THAT** on [\_\_\_], 2024, the Court entered the *Final Order (I) Establishing Notification and Hearing Procedures For, and Approving Restrictions on, Transfers of and Declarations of Worthlessness with Respect to Interests in and Certain Claims Against the Debtors’ Estates and (II) Establishing a Record Date for Notice and Sell-Down Procedures for Trading in Claims Against the Debtors’ Estates* [D.I. \_\_\_] (the “**Order**”) establishing an effective date for notice and the Sell-Down Procedures (as defined in the Motion)

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<sup>1</sup> The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers or Delaware file numbers, are as follows: Fisker Inc. (0340); Fisker Group Inc. (3342); Fisker TN LLC (6212); Blue Current Holding LLC (6668); Platinum IPR LLC (4839); and Terra Energy Inc. (0739). The address of the debtors’ corporate headquarters is 14 Centerpointe Drive, La Palma, CA 90623.

<sup>2</sup> Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion, the Interim Order, or the Proposed Final Order (each as defined herein), as applicable.

for trading in claims against the Debtors' estates. The "Record Date" is the Petition Date, namely June 19, 2024.

**PLEASE TAKE FURTHER NOTICE THAT** pursuant to the Order, claimholders and potential purchasers of Claims (as defined in the Motion) against the Debtors are hereby notified that, if the Court ultimately approves a Sell-Down Order, claimholders that acquire claims after the Record Date in an amount that would entitle them to receive more than 4.5 percent of the equity of the reorganized Debtors under the Debtors' plan of reorganization may be subject to a required sell-down of any claims purchased after the Record Date.

**PLEASE TAKE FURTHER NOTICE THAT** complete copies of the Motion and Order, with additional information about the Record Date and possible Sell-Down Order, are available via PACER on the Court's website at <https://ecf.deb.uscourts.gov> for a fee, or free of charge by accessing the Debtors' case information website located at <https://www.veritaglobal.net/fisker>.

**PLEASE TAKE FURTHER NOTICE THAT**, the entry of the Order shall in no way prejudice the rights of any party to oppose the entry of a Sell-Down Order, on any grounds, and that all parties' rights are expressly preserved hereby.

**PLEASE TAKE FURTHER NOTICE THAT** the requirements set forth in this notice are in addition to the requirements of applicable law and do not excuse compliance therewith.

*[Signature page follows]*

Dated: June \_\_, 2024  
Wilmington, Delaware

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

/s/

Robert J. Dehney, Sr. (No. 3578)  
Andrew R. Remming (No. 5120)  
Brenna A. Dolphin (No. 5604)  
Sophie Rogers Churchill (No. 6905)  
Evanthea Hammer (No. 7061)  
1201 N. Market Street, 16th Floor  
Wilmington, Delaware 19801  
Tel.: (302) 658-9200  
rdehney@morrisnichols.com  
aremming@morrisnichols.com  
bdolphin@morrisnichols.com  
srchurchill@morrisnichols.com  
ehammer@morrisnichols.com

-and-

DAVIS POLK & WARDWELL LLP

Brian M. Resnick (*pro hac vice* pending)  
Darren S. Klein (*pro hac vice* pending)  
Steven Z. Szanzer (*pro hac vice* pending)  
Richard J. Steinberg (*pro hac vice* pending)  
450 Lexington Avenue  
New York, New York 10017  
Tel.: (212) 450-4000  
brian.resnick@davispolk.com  
darren.klein@davispolk.com  
steven.szanzer@davispolk.com  
richard.steinberg@davispolk.com

*Proposed Counsel to the Debtors and Debtors in Possession*

**Exhibit C**

**Notice of Interim Order**

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

In re:

FIKSKER INC., *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 24-11390 (TMH)

(Joint Administration Requested)

**Re: Docket No. \_\_\_\_**

**NOTICE OF (I) DISCLOSURE PROCEDURES  
APPLICABLE TO CERTAIN HOLDERS OF SECURITIES,  
DISCLOSURE PROCEDURES FOR TRANSFERS OF SECURITIES, AND  
DECLARATIONS OF WORTHLESSNESS WITH RESPECT TO INTERESTS  
IN AND CERTAIN CLAIMS AGAINST THE DEBTORS' ESTATES,  
AND (II) FINAL HEARING ON THE APPLICATION THEREOF**

**TO ALL PERSONS OR ENTITIES WITH INTERESTS OR CERTAIN CLAIMS IN ANY  
OF THE DEBTOR ENTITIES:**

**PLEASE TAKE NOTICE** that, on June 17 and 19, 2024 (the "**Petition Date**"), Fisker Inc. and certain of its affiliates (collectively, the "**Debtors**"), each of which is a debtor and debtor in possession in the above-captioned chapter 11 cases, filed voluntary petitions for relief with the United States Bankruptcy Court for the District of Delaware (the "**Court**") under chapter 11 of the Bankruptcy Code.<sup>2</sup> Subject to certain exceptions, section 362 of the Bankruptcy Code operates as a stay of any act to obtain possession of property of or from the Debtors' estates or to exercise control over property of or from the Debtors' estates.

**PLEASE TAKE FURTHER NOTICE** that on the Petition Date, the Debtors filed the *Motion of Debtors for Entry of Interim and Final Orders (I) Establishing Notification and Hearing Procedures for, and Approving Restrictions on, Certain Transfers of and Declarations of Worthlessness with Respect to Interests in and Certain Claims Against the Debtors' Estates and (II) Establishing a Record Date for Notice and Sell-Down Procedures for Trading in Claims Against the Debtors' Estates* [D.I. 7] (the "**Motion**").

**PLEASE TAKE FURTHER NOTICE** that on [\_\_\_\_\_], 2024, the Court entered the *Interim Order Establishing Notification and Hearing Procedures for, and Approving*

<sup>1</sup> The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers or Delaware file numbers, are as follows: Fisker Inc. (0340); Fisker Group Inc. (3342); Fisker TN LLC (6212); Blue Current Holding LLC (6668); Platinum IPR LLC (4839); and Terra Energy Inc. (0739). The address of the debtors' corporate headquarters is 14 Centerpointe Drive, La Palma, CA 90623.

<sup>2</sup> Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion, Interim Order, or Proposed Final Order (each as defined herein), as applicable.



*Restrictions on, Certain Transfers of and Declarations of Worthlessness with Respect to Interests in and Certain Claims Against the Debtors' Estates* [D.I. \_\_\_\_] (the “**Interim Order**”).

**PLEASE TAKE FURTHER NOTICE** that, in addition to the Interim Order, the Motion requested that the Court enter the *Final Order (I) Establishing Notification and Hearing Procedures for, and Approving Restrictions on, Transfers of and Declarations of Worthlessness with Respect to Interests in and Certain Claims Against the Debtors' Estates and (II) Establishing a Record Date for Notice and Sell-Down Procedures for Trading in Claims Against the Debtors' Estates* (the “**Proposed Final Order**”).

**PLEASE TAKE FURTHER NOTICE** that, on [\_\_\_\_], 2024, the Court entered the Interim Order [D.I. \_\_\_\_] approving the procedures for certain transfers of Securities and declarations of worthlessness with respect to Securities set forth in Exhibit to the Interim Order (the “**Securities Procedures**”).

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Interim Order, a Beneficial Owner of Securities may not consummate any purchase, sale, or other transfer (including, with respect to the Convertible Notes, certain conversions) of Securities or Beneficial Ownership of Securities in violation of the Securities Procedures, and any such transaction in violation of the Securities Procedures shall be null and void *ab initio*.

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Interim Order, the Securities Procedures shall apply to the holding and transfers of Securities or any Beneficial Ownership therein (including, for the avoidance of doubt, the filing of a Substantial Securityholder Notice, to the extent required therein).

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Interim Order, a Beneficial Owner may not claim a worthless stock deduction with respect to Securities, or Beneficial Ownership of Securities, in violation of the Securities Procedures, and any such deduction in violation of the Securities Procedures shall be null and void *ab initio*, and the Beneficial Owner shall be required to file an amended tax return revoking such deduction.

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Proposed Final Order, a Beneficial Owner of Securities would not be able to consummate any purchase, sale, or other transfer (including, with respect to the Convertible Notes, certain conversions) of Securities or Beneficial Ownership therein in violation of the Securities Procedures, and any such transaction in violation of the Securities Procedures shall be null and void *ab initio*.

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Proposed Final Order, the Securities Procedures would apply to the holding and transfers of Securities or any Beneficial Ownership therein (including, for the avoidance of doubt, the filing of a Substantial Securityholder Notice to the extent required therein).

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Proposed Final Order, a Beneficial Owner would not be able to claim a worthless stock deduction with respect to Securities, or Beneficial Ownership of Securities, in violation of the Securities Procedures, and any such deduction in violation of the Securities Procedures shall be null and void *ab initio*, and the Beneficial Owner shall be required to file an amended tax return revoking such deduction.

PLEASE TAKE FURTHER NOTICE that, upon the request of any Beneficial Owner of Securities, Kurtzman Carson Consultants LLC, the Debtors' claims and noticing agent, will provide a copy of the Interim Order or Proposed Final Order and a form of each of the declarations required to be filed by the Securities Procedures in a reasonable period of time. Such declarations are also available via PACER on the Court's website at <https://ecf.deb.uscourts.gov> for a fee, or free of charge by accessing the Debtors' case information website located at <https://www.veritaglobal.net/fisker>.

**PLEASE TAKE FURTHER NOTICE** that the final hearing to consider the relief requested in the Motion will be held on July 16, 2024, at 11:00 a.m. (prevailing Eastern Time) and any objections or responses to the Motion shall be filed and served on the Notice Parties so as to be actually received on or prior to July 9, 2024 at 4:00 p.m. (prevailing Eastern Time).

**PLEASE TAKE FURTHER NOTICE THAT FAILURE TO FOLLOW THE SECURITIES PROCEDURES SET FORTH IN THE INTERIM ORDER OR, ONCE ENTERED, THE PROPOSED FINAL ORDER SHALL CONSTITUTE A VIOLATION OF, AMONG OTHER THINGS, THE AUTOMATIC STAY PROVISIONS OF SECTION 362 OF THE BANKRUPTCY CODE.**

**PLEASE TAKE FURTHER NOTICE THAT ANY PROHIBITED PURCHASE, SALE, OTHER TRANSFER OF, OR DECLARATION OF WORTHLESSNESS WITH RESPECT TO, SECURITIES, OR BENEFICIAL OWNERSHIP THEREOF, OR CONVERSIONS OF CONVERTIBLE NOTES IN VIOLATION OF THE INTERIM ORDER OR, ONCE ENTERED, THE PROPOSED FINAL ORDER IS PROHIBITED, SHALL BE NULL AND VOID *AB INITIO*, AND MAY BE SUBJECT TO ADDITIONAL SANCTIONS AS THE COURT MAY DETERMINE.**

**PLEASE TAKE FURTHER NOTICE THAT THE REQUIREMENTS SET FORTH IN THE INTERIM ORDER OR, ONCE ENTERED, THE PROPOSED FINAL ORDER ARE IN ADDITION TO THE REQUIREMENTS OF APPLICABLE LAW AND DO NOT EXCUSE COMPLIANCE THEREWITH.**

*[Signature page follows]*

Dated: June \_\_, 2024  
Wilmington, Delaware

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

/s/

Robert J. Dehney, Sr. (No. 3578)  
Andrew R. Remming (No. 5120)  
Brenna A. Dolphin (No. 5604)  
Sophie Rogers Churchill (No. 6905)  
Evanthea Hammer (No. 7061)  
1201 N. Market Street, 16th Floor  
Wilmington, Delaware 19801  
Tel.: (302) 658-9200  
rdehney@morrisnichols.com  
aremming@morrisnichols.com  
bdolphin@morrisnichols.com  
srchurchill@morrisnichols.com  
ehammer@morrisnichols.com

-and-

DAVIS POLK & WARDWELL LLP

Brian M. Resnick (*pro hac vice* pending)  
Darren S. Klein (*pro hac vice* pending)  
Steven Z. Szanzer (*pro hac vice* pending)  
Richard J. Steinberg (*pro hac vice* pending)  
450 Lexington Avenue  
New York, New York 10017  
Tel.: (212) 450-4000  
brian.resnick@davispolk.com  
darren.klein@davispolk.com  
steven.szanzer@davispolk.com  
richard.steinberg@davispolk.com

*Proposed Counsel to the Debtors and Debtors in Possession*

**Exhibit B**

Redline

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

In re:

FISKER INC., *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 24-11390 (TMH)

(~~Joint Administration Requested~~ Jointly Administered)

Re: Docket No. —7

**INTERIM ORDER ESTABLISHING NOTIFICATION AND HEARING PROCEDURES FOR, AND APPROVING RESTRICTIONS ON, CERTAIN TRANSFERS OF AND DECLARATIONS OF WORTHLESSNESS WITH RESPECT TO INTERESTS IN AND CERTAIN CLAIMS AGAINST THE DEBTORS' ESTATES**

Upon the motion (the “**Motion**”)<sup>2</sup> of Fisker Inc. and certain of its affiliates (collectively, the “**Debtors**”), each of which is a debtor and debtor in possession in the Chapter 11 Cases, for entry of interim and final orders, pursuant to sections 105 and 362 of title 11 of the Bankruptcy Code and Bankruptcy Rules 6003 and 6004, (a) enforcing the automatic stay by implementing the Securities Procedures, (b) establishing and implementing restrictions on, and notification requirements regarding the Beneficial Ownership of, certain transfers of, and declarations of worthlessness with respect to, Securities, (c) prohibiting conversions of the Convertible Notes into Class A common stock, (d) directing that any purchase, sale or other transfer of, or declaration of worthlessness with respect to, Securities in violation of the Securities Procedures

<sup>1</sup> The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers or Delaware file numbers, are as follows: Fisker Inc. (0340); Fisker Group Inc. (3342); Fisker TN LLC (6212); Blue Current Holding LLC (6668); Platinum IPR LLC (4839); and Terra Energy Inc. (0739). The address of the debtors’ corporate headquarters is 14 Centerpointe Drive, La Palma, CA 90623.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion or the Securities Procedures.

shall be null and void *ab initio*, (e) approving the form of notice notifying holders of Securities of the Securities Procedures, and (f) granting related relief, as more fully described in the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. § 1334 and the *Amended Standing Order of Reference from the United States District Court for the District of Delaware*, dated February 29, 2012; and the Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157; and the Court having found that it may enter a final order consistent with Article III of the United States Constitution; and the Court having found that venue of the Chapter 11 Cases and related proceedings being proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided to the Notice Parties, such notice having been adequate and appropriate under the circumstances, and it appearing that no other or further notice need be provided; and the Court having reviewed and considered the Motion and the DiDonato Declaration; and the Court having held a hearing to consider the relief requested in the Motion on an interim basis (the “**Hearing**”); and the Court having determined that the legal and factual bases set forth in the Motion and the DiDonato Declaration and at the Hearing establish just cause for the relief granted herein; and the Court having found that the relief requested in the Motion is in the best interests of the Debtors, their creditors, their estates and all other parties in interest; and the Court having determined that the relief requested in the Motion is necessary to avoid immediate and irreparable harm to the Debtors and their estates as contemplated by Bankruptcy Rule 6003; and all objections and reservations of rights filed or asserted in respect of the Motion, if any, having been withdrawn, resolved or overruled; and upon all of the proceedings had before the Court; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is granted on an interim basis to the extent set forth in this order (this “Order”).

2. The Securities Procedures set forth in Exhibit A to the Motion are hereby approved on an interim basis; *provided, however*, any party in interest may request relief from the Securities Procedures.

3. The Debtors and the Debtors’ counsel shall keep all information provided in all notices delivered pursuant to the Interim Order and Final Order strictly confidential and shall not disclose the contents thereof to any Person (including any lender), except (a) to the extent necessary to respond to a petition or objection filed with the Court, (b) to the extent otherwise required by law, or (c) to the extent that the information contained therein is already public; provided, however, that the Debtors may disclose the contents thereof to their professional advisors, who shall keep all such notices strictly confidential and shall not disclose the contents thereof to any other Person, subject to further Court order. To the extent that confidential information is necessary to respond to a petition or objection filed with the Court, such confidential information shall be filed under seal or in redacted form in accordance with the procedures set forth in Local Rule 9018-1(d).

4. ~~3.~~ Any transfer of Beneficial Ownership of Securities, conversion of the Convertible Notes into Class A common stock or declaration of worthlessness with respect to Securities, in violation of the Securities Procedures, including the notice requirements, shall be null and void *ab initio*.

5. ~~4.~~ In the case of any such transfer of Beneficial Ownership of Securities or conversion of the Convertible Notes in violation of the Securities Procedures, including the notice requirements, the Person making such transfer or conversion shall be required to take

remedial actions specified by the Debtors, which may include the actions specified in the United States Department of Treasury's Private Letter Ruling 201010009 (Dec. 4, 2009), to appropriately reflect that such transfer or conversion is null and void *ab initio*.

6. ~~5.~~ In the case of any such declaration of worthlessness with respect to Securities in violation of the Securities Procedures, including the notice requirements, the Beneficial Owner making such declaration shall be required to file an amended tax return revoking such declaration and any related deduction to appropriately reflect that such declaration is void *ab initio*.

7. ~~6.~~ All time periods set forth in this Order (including in the Securities Procedures) shall be calculated in accordance with Bankruptcy Rule 9006(a).

8. ~~7.~~ The Debtors may retroactively or prospectively waive, in writing, any and all restrictions, stays and notification procedures set forth in the Securities Procedures.

9. ~~8.~~ To the extent that this Order is inconsistent with any prior order or pleading with respect to the Motion in the Chapter 11 Cases, the terms of this Order shall govern.

10. ~~9.~~ The requirements set forth in this Order are in addition to the requirements of Bankruptcy Rule 3001(e) and applicable securities, corporate and other laws and do not excuse noncompliance therewith.

11. ~~10.~~ A final hearing to consider the relief requested in the Motion shall be held on July 16, 2024, at 11:00 a.m. (prevailing Eastern Time) and any objections or responses to the Motion shall be filed and served on the Notice Parties so as to be actually received on or prior to July 9, 2024 at 4:00 p.m. (prevailing Eastern Time).

12. ~~11.~~ Nothing in this Order or any action taken by the Debtors in furtherance of the implementation hereof shall be deemed to constitute an assumption or rejection of any executory



contract or unexpired lease pursuant to section 365 of the Bankruptcy Code, and all of the Debtors' rights with respect to such matters are expressly reserved.

13. ~~12.~~ Notwithstanding the relief granted herein and any actions taken hereunder, nothing contained herein shall (a) create, nor is it intended to create, any rights in favor of or enhance the status of any claim held by, any person or entity or (b) be deemed to convert the priority of any claim from a prepetition claim into an administrative expense claim.

14. ~~13.~~ Nothing in this Order nor the Debtors' payment of claims pursuant to this Order shall be construed as or deemed to constitute (a) an agreement or admission by the Debtors as to the amount, priority, character or validity of any claim against the Debtors on any grounds, (b) a grant of third-party beneficiary status or bestowal of any additional rights on any third party, (c) a waiver or impairment of any rights, claims or defenses of the Debtors' rights to dispute the amount, priority, character or validity of any claim on any grounds, whether under bankruptcy or non-bankruptcy law, (d) a promise by the Debtors to pay any claim or (e) an implication or admission by the Debtors that such claim is payable pursuant to this Order.

15. ~~14.~~ Within five business days of the entry of this Order, the Debtors shall serve copies of this Order on the Notice Parties and this Order shall be made available on the Debtors' case information website located at <https://www.veritaglobal.net/fisker>, such notice being reasonably calculated to provide notice to all parties that may be affected by the Securities Procedures, whether known or unknown, and no further notice of the Securities Procedures shall be necessary.

16. [Within five business days after the entry of this Order, the Debtors shall serve notice of this Order, with all attachments, on any identified Substantial Securityholders \(or their respective counsel\).](#)

17. Within five business days of the Effective Time, and at least once every three months during the pendency of the Chapter 11 Cases, all indenture trustees and transfer agents shall also send such notice to all holders of at least the Applicable Number of Securities, as applicable. The Debtors shall also send such notice to all holders of Securities registered directly with any transfer agent.

18. Within five business days after receipt of such notice, any holder registered directly with any transfer agent who is a broker, bank, dealer or other agent or nominee (each a “Nominee”) shall, in turn, provide the notice to any holder for whose account the Nominee holds at least an Applicable Number of Securities. Any such holder shall, in turn, provide the notice to any Person for whom the holder holds at least an Applicable Number of Securities, and, in the holder’s discretion, may provide the notice to additional Persons for whom the holder holds any Security. Any Person, or Agent acting on such Person’s behalf, that sells an aggregate amount of at least an Applicable Number of Securities (or an Option with respect thereto) to another Person shall provide a copy of the notice to such purchaser or to any Agent acting on such purchaser’s behalf.

19. The Securities Procedures attached to this Order as **Exhibit A** are hereby approved.

20. The Record Date Notice attached to this Order as **Exhibit B** is hereby approved.

21. The Notice of Interim Order attached to this Order as **Exhibit C** is hereby approved.

22. ~~15.~~ Any Bankruptcy Rule or Local Rule that might otherwise delay the effectiveness of this Order is hereby waived, and the terms and conditions of this Order shall be effective and enforceable immediately upon its entry.

23. ~~16.~~ The Debtors are authorized to take any action necessary or appropriate to implement and effectuate the terms of, and the relief granted in, this Order without seeking further order of the Court.

24. ~~17.~~ The Court shall retain jurisdiction over any matter arising from or related to the implementation, interpretation and enforcement of this Order.

**Exhibit A**

**Securities Procedures**

**Procedures for Restrictions on Certain Transfers of and Declarations of Worthlessness with Respect to Interests in and Certain Claims Against the Debtors' Estates**

These Procedures for Restrictions on Certain Transfers of and Declarations of Worthlessness with Respect to Interests in and Certain Claims Against the Debtors' Estates (the "**Securities Procedures**") are the mechanism by which the Debtors propose that they will monitor and, if necessary, object to certain transfers of Beneficial Ownership of Securities and declarations of worthlessness with respect to Securities to ensure preservation of the Tax Attributes. The Securities Procedures are set forth below:

1. Notice of Substantial Securityholder Status. Any Person who is or becomes a Substantial Securityholder, must, on or before the later of (a) 15 days after service of a notice substantially in the form attached hereto as **Exhibit A-1** or (b) ~~10~~15 days after that Person becomes a Substantial Securityholder, serve a notice, by first class mail and, where available, email and fax, substantially in the form attached hereto as **Exhibit A-1** (the "**Substantial Securityholder Notice**"), containing the Beneficial Ownership information upon the following: (i) Debtors, c/o Fisker Inc., 14 Centerpointe Drive, La Palma, CA 90623; (ii) proposed counsel to the Debtors, (A) Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, NY 10017, Attn: Brian M. Resnick, Esq., Darren S. Klein, Esq., Steven Z. Szanzer, Esq., and Richard J. Steinberg, Esq.; and (B) Morris, Nichols, Arsht & Tunnell, LLP, 1201 N. Market Street, 16th Floor, Wilmington, DE 19801, Attn: Robert J. Dehney, Sr., Esq., Sophie Rogers Churchill, Esq., and Evanthea Hammer, Esq.; (iii) counsel to CVI Investments, Inc. (c/o Heights Capital Management, Inc.), White & Case LLP, 1221 Avenue of the Americas, New York, NY 10036, Attn: Scott Greissman; and (iv) counsel to any official committee appointed in the Chapter 11 Cases (collectively, the "**Notice Parties**").

2. Restrictions and Procedures for Trading in Securities. Any Person that, after the Effective Time:

(a.) is not a Substantial Securityholder and wishes to purchase or otherwise acquire Beneficial Ownership of an amount of Securities that would cause the Person to become a Substantial Securityholder;

(b.) is a Substantial Securityholder and wishes to purchase or otherwise acquire Beneficial Ownership of any additional Securities; or

(c.) is a Substantial Securityholder and wishes to sell or otherwise dispose of Beneficial Ownership of any Securities,

must file with the Court and serve upon the Notice Parties an advance written declaration of the intended transfer of Securities, substantially in the form attached hereto as **Exhibit A-2** (a "**Declaration of Intent To Accumulate Securities**") or **Exhibit A-3** (a "**Declaration of Intent To Transfer Securities**") and, together with a Declaration of Intent To Accumulate Securities, each a "**Declaration of Proposed Transfer**"), as applicable.

The Debtors shall have ~~20~~14 calendar days after receipt of a Declaration of Proposed Transfer to file with the Court and serve on the applicable Person an objection to any proposed transfer of Beneficial Ownership of Securities described in the Declaration of Proposed Transfer

on the grounds that such transfer might adversely affect the Debtors' ability to utilize their Tax Attributes.

If the Debtors file an objection, such transaction would remain ineffective unless such objection is withdrawn by the Debtors, or such transaction is approved by a final and non-appealable order of the Court.

If the Debtors do not object within such ~~20~~14-day period, such transaction can proceed solely as set forth in the Declaration of Proposed Transfer. Further transactions within the scope of the Securities Procedures must be the subject of additional notices in accordance with the procedures set forth herein, with an additional ~~20~~14-day waiting period for each Declaration of Proposed Transfer.

3. Procedures for Declarations of Worthlessness of Securities. Prior to filing any federal or state tax return, or any amendment to any such return, or taking any other action that claims any deduction for worthlessness with respect to Securities for a taxable year ending before the Debtors' emergence from chapter 11, the applicable 50% Shareholder must file with the Court and serve upon the Notice Parties a declaration of intent to claim a worthless stock deduction, substantially in the form attached hereto as **Exhibit A-4** (a "**Declaration of Intent To Claim a Worthless Stock Deduction**"). The same procedures applicable to a Declaration of Proposed Transfer (described in Paragraph 2 hereof) will apply with respect to a Declaration of Intent To Claim a Worthless Stock Deduction.

4. Conversion of the Convertible Note. As of the date hereof, the holders of the Convertible Notes shall not convert any of the Convertible Notes into Class A common stock.

5. Confidentiality. The Debtors and the Debtors' counsel shall keep all information provided in all notices delivered pursuant to the Interim Order and Final Order strictly confidential and shall not disclose the contents thereof to any Person (including any lender), except (a) to the extent necessary to respond to a petition or objection filed with the Court, (b) to the extent otherwise required by law, or (c) to the extent that the information contained therein is already public; *provided, however*, that the Debtors may disclose the contents thereof to their professional advisors, who shall keep all such notices strictly confidential and shall not disclose the contents thereof to any other Person, subject to further Court order. To the extent that confidential information is necessary to respond to a petition or objection filed with the Court, such confidential information shall be filed under seal or in redacted form [in accordance with the procedures set forth in Local Rule 9018-1\(d\)](#).

6. Sanctions for Noncompliance Relating to Securities. Acquisitions and dispositions of Beneficial Ownership of Securities, conversions of Convertible Notes or claims of deductions of worthlessness with respect to Securities in violation of the Securities Procedures set forth in Paragraphs 2, 3 and 4 of these Securities Procedures shall be void *ab initio* as an act in violation of the automatic stay prescribed by section 362 of the Bankruptcy Code and pursuant to the Court's equitable power prescribed in section 105(a) of the Bankruptcy Code. The sanction for violating Paragraph 2 or 4 of these Securities Procedures shall be reversal of the noncompliant transaction, or such other (or additional) measures as the Court may consider appropriate. The sanction for violating Paragraph 3 of these Securities Procedures shall be the

requirement to file an amended tax return revoking the declaration of worthlessness, or such other (or additional) measures as the Court may consider appropriate.

7. Discretionary Waiver by Debtors. The Debtors may, in their sole discretion, waive, in writing (including via email), any sanctions, remedies or notification procedures imposed by the Interim Order or the Final Order, as applicable.

8. Continued Compliance with Other Applicable Laws and Rules. The requirements set forth in the Interim Order or Final Order, as applicable, are in addition to the requirements of Bankruptcy Rule 3001(e) and applicable securities, corporate and other laws, and do not excuse compliance therewith.

9. Special Rules. A Person acquiring or disposing of Beneficial Ownership of Securities in the capacity of Agent of another Person shall not be treated as a Substantial Securityholder solely to the extent acting in the capacity of Agent, and shall not have an affirmative duty to inquire whether the account, customer, investment fund, principal, trust or beneficiary is subject to any restrictions or requirements under the Interim Order or the Final Order, as applicable; *provided, however*, that the account, customer, investment fund, principal, trust or beneficiary shall not be excluded from the Interim Order or the Final Order, as applicable, by reason of this Paragraph 8.

10. Definitions. For purposes of these Securities Procedures:

**“50% Shareholder”** means any person or entity that currently is or becomes a “50-percent shareholder” within the meaning of section 382(g)(4)(D) of the I.R.C. and the Treasury regulations thereunder, provided that ownership shall be measured using the definition of Beneficial Ownership described below, and applied to each of the Debtors’ Stock or Convertible Notes, with 50% measured on a series-by-series basis.

**“Agent”** means a broker, account manager, agent, custodian, nominee, prime broker, clearinghouse or trustee (but not including a trustee qualified under section 401(a) of the I.R.C.).

**“Applicable Number”** has the meaning given in the definition of Substantial Securityholder.

**“Bankruptcy Code”** has the meaning given in the Motion.

**“Bankruptcy Rules”** has the meaning given in the Motion.

**“Beneficial Ownership”** means ownership in accordance with the applicable rules of sections 382 and 383 of the I.R.C. and the Treasury regulations thereunder (other than section 1.382-2T(h)(2)(i)(A) of the Treasury regulations), and includes direct, indirect and constructive ownership of Securities (*e.g.*, including that (a) a holding company would be considered to beneficially own all Securities owned by its subsidiaries, (b) a partner in a partnership would be considered to beneficially own its proportionate share of any Securities owned by such partnership, (c) an individual and such individual’s family members may be treated as one individual, (d) Persons acting in concert to make a coordinated acquisition of Securities may be treated as a single entity, (e) a holder would be considered to beneficially own Securities that

such holder has an Option to acquire.). An “**Option**” to acquire Securities includes all interests described in section 1.382-4(d)(9) of the Treasury regulations, including any contingent purchase right, warrant, convertible debt, put, call, stock subject to risk of forfeiture, contract to acquire stock or similar interest, regardless of whether it is contingent or otherwise not currently exercisable. “**Beneficial Ownership**” and “**Beneficial Owner**” shall have correlative meanings. For the avoidance of doubt, Beneficial Ownership of Securities includes ownership of Convertible Notes, which shall be treated under these Securities Procedures both as Beneficial Ownership of a separate class of Securities and as Beneficial Ownership of the Debtors’ Class A Common Stock, as applicable, into which such Convertible Notes may be converted.

“**Chapter 11 Cases**” has the meaning given in the Motion.

“**Convertible Note**” has the meaning given in the Motion.

“**Court**” has the meaning given in the Motion.

“**Debtors**” has the meaning given in the Motion.

“**Declaration of Proposed Transfer**” has the meaning given in Paragraph 2 hereof.

“**Effective Time**” means the time of effectiveness of the Interim Order or the Final Order, as applicable.

“**Final Order**” has the meaning given in the Motion.

“**DiDonato Declaration**” has the meaning given in the Motion.

“**Interim Order**” has the meaning given in the Motion.

“**I.R.C.**” has the meaning given in the Motion.

“**Motion**” means the *Motion of Debtors for Entry of Interim and Final Orders (I) Establishing Notification and Hearing Procedures for, and Approving Restrictions on, Certain Transfers of and Declarations of Worthlessness with Respect to Interests in and Certain Claims Against the Debtors’ Estates and (II) Establishing a Record Date for Notice and Sell-Down Procedures for Trading in Claims Against the Debtors’ Estates* filed in the Chapter 11 Cases.

“**Person**” means a person or Entity (as such term is defined in section 1.382-3(a) of the Treasury regulations).

“**Petition Date**” has the meaning given in the Motion.

“**Securities**” has the meaning given in the Motion.

“**Securities Procedures**” has the meaning given in the preamble hereof.

“**Substantial Securityholder**” means a Beneficial Owner of at least (a) [5,286,500] shares of Class A common stock (representing approximately 4.5% of all shares of Class A



common stock issued and outstanding as of the Petition Date), (b) [5,955,500] shares of Class B common stock (representing approximately 4.5% of all shares of Class B common stock issued and outstanding as of the Petition Date), (c) \$[8,273,000] in principal amount of the Series A-1 and/or Series B-1 Convertible Notes due 2025 (representing approximately 4.5% of the total principal amount of both series of Convertible Notes due 2025 outstanding as of the Petition Date) and/or (d) \$[30,037,500] in principal amount of the Convertible Notes due 2026 (representing approximately 4.5% of the total principal amount of Convertible Notes due 2026 outstanding as of the Petition Date) (any such number of shares or principal amount in each of clause (i) to (iv), as applicable, the “**Applicable Number**”).

“**Substantial Securityholder Notice**” has the meaning given in Paragraph 1 hereof.

“**Tax Attribute(s)**” has the meaning given in the Motion.

11. Notice Procedures.

(a.) Within five business days after the Court’s entry of the Interim Order, the Debtors ~~propose to provide a notice describing the authorized trading restrictions and notification requirements, substantially in the form attached as Exhibit E to the Motion,~~ shall serve notice of the Interim Order, with all attachments, on any identified Substantial Securityholders (or their respective ~~counsels~~counsel).

(b.) Within five business days of the Effective Time, and at least once every three months during the pendency of the Chapter 11 Cases, all indenture trustees and transfer agents shall also send such notice to all holders of at least the Applicable Number of Securities, as applicable. The Debtors shall also send such notice to all holders of Securities registered directly with any transfer agent.

(c.) Within five business days after receipt of such notice, any holder registered directly with any transfer agent who is a broker, bank, dealer or other agent or nominee (each a “**Nominee**”) shall, in turn, provide the notice to any holder for whose account the Nominee holds at least an Applicable Number of Securities. Any such holder shall, in turn, provide the notice to any Person for whom the holder holds at least an Applicable Number of Securities, and, in the holder’s discretion, may provide the notice to additional Persons for whom the holder holds any Security. Any Person, or Agent acting on such Person’s behalf, that sells an aggregate amount of at least an Applicable Number of Securities (or an Option with respect thereto) to another Person shall provide a copy of the notice to such purchaser or to any Agent acting on such purchaser’s behalf.

**Exhibit A-1**

**Substantial Securityholder Notice**

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

In re:

FISKER INC., *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 24-11390 (TMH)

(Jointly Administered)

**Re: Docket No. \_\_**

**SUBSTANTIAL SECURITYHOLDER NOTICE**

**PLEASE TAKE NOTICE** that the undersigned party hereby provides notice of its Beneficial Ownership<sup>2</sup> of Securities in an amount at least equal to [5,286,500] shares of Class A common stock (representing approximately 4.5% of all shares of Class A common stock issued and outstanding as of the Petition Date), (ii) [5,955,500] shares of Class B common stock (representing approximately 4.5% of all shares of Class B common stock issued and outstanding as of the Petition Date), (iii) \$[8,273,000] in principal amount of the Series A-1 and/or Series B-1 Convertible Notes due 2025 (representing approximately 4.5% of the total principal amount of both series of Convertible Notes due 2025 outstanding as of the Petition Date) and/or (iv) \$[30,037,500] in principal amount of the Convertible Notes due 2026 (representing approximately 4.5% of the total principal amount of Convertible Notes due 2026 outstanding as of the Petition Date).

**PLEASE TAKE FURTHER NOTICE** that, as of \_\_\_\_\_, 2024, the undersigned has Beneficial Ownership of the following Securities:

<u>Debtor</u>	<u>Class/Series of Securities</u>	<u>Description of Securities</u>	<u>Amount/Principal Amount of Securities</u>	<u>Directly Owned (✓)</u>

<sup>1</sup> The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers or Delaware file numbers, are as follows: Fisker Inc. (0340); Fisker Group Inc. (3342); Fisker TN LLC (6212); Blue Current Holding LLC (6668); Platinum IPR LLC (4839); and Terra Energy Inc. (0739). The address of the debtors’ corporate headquarters is 14 Centerpointe Drive, La Palma, CA 90623.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the *Interim Order Establishing Notification and Hearing Procedures for, and Approving Restrictions on, Certain Transfers of and Declarations of Worthlessness with Respect to Interests in and Certain Claims Against the Debtors’ Estates* [D.I. \_\_\_\_] or *Final Order (I) Establishing Notification and Hearing Procedures For, and Approving Restrictions on, Certain Transfers of and Declarations of Worthlessness with Respect to Interests in and Certain Claims Against the Debtors’ Estates and (II) Establishing a Record Date for Notice and Sell-Down Procedures for Trading in Claims Against the Debtors’ Estates* [D.I. \_\_\_\_], as applicable (the “**Order**”).


**PLEASE TAKE FURTHER NOTICE** that the last four digits of the taxpayer identification number of the undersigned party are \_\_\_\_\_.<sup>3</sup>

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Order, this declaration (this “**Declaration**”) is being filed with the Court and served upon the Notice Parties.

**PLEASE TAKE FURTHER NOTICE** that, pursuant to 28 U.S.C. § 1746, under penalties of perjury, the undersigned party hereby declares that he or she has examined this Declaration and accompanying attachments (if any), and, to the best of his or her knowledge and belief, this Declaration and any attachments hereto are true, correct and complete.

This notice is given in addition to, and not as a substitute for, any requisite notice under Bankruptcy Rule 3001(e).

*[Signature page follows]*

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<sup>3</sup> All persons and entities required to file a notice(s) pursuant to these procedures MUST redact all but the last 4 digits of their taxpayer identification number from such notices when filing the same with the Court.

Respectfully submitted,

(Name of Declarant)

By: \_\_\_\_\_

Name:

Address:

Telephone:

Facsimile:

Dated: \_\_\_\_\_, 20\_\_

,

(City)

(State)

**Exhibit A-2**

**Declaration of Intent ~~To~~to Accumulate Securities**

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

In re:

FISKER INC., *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 24-11390 (TMH)

(Jointly Administered)

**Re: Docket No.** \_\_\_\_

**DECLARATION OF INTENT TO ACCUMULATE SECURITIES**

**PLEASE TAKE NOTICE** that the undersigned party hereby provides notice of its intention to purchase, acquire or otherwise accumulate (the “**Proposed Transfer**”) one or more shares of Debtors’ Securities.<sup>2</sup> The Debtors are debtors and debtors in possession in Case No. 24-11390 pending in the United States Bankruptcy Court for the District of Delaware (the “**Court**”).

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Proposed Transfer, the undersigned party proposes to purchase, acquire or otherwise accumulate Beneficial Ownership of \_\_\_\_\_ shares of Class \_\_\_\_ common stock, or \$ \_\_\_\_\_ principal amount of \_\_\_\_\_ Convertible Notes due 202\_\_, or an Option with respect to \_\_\_\_\_ shares of Class \_\_\_\_ common stock. If the Proposed Transfer is permitted to occur, the undersigned party would have Beneficial Ownership as set forth below:

<u>Debtor</u>	<u>Class/Series of Securities</u>	<u>Description of Securities</u>	<u>Amount/Principal Amount of Securities</u>	<u>Directly Acquired (✓)</u>

<sup>1</sup> The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers or Delaware file numbers, are as follows: Fisker Inc. (0340); Fisker Group Inc. (3342); Fisker TN LLC (6212); Blue Current Holding LLC (6668); Platinum IPR LLC (4839); and Terra Energy Inc. (0739). The address of the debtors’ corporate headquarters is 14 Centerpointe Drive, La Palma, CA 90623.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the *Interim Order Establishing Notification and Hearing Procedures for, and Approving Restrictions on, Certain Transfers of and Declarations of Worthlessness with Respect to Interests in and Certain Claims Against the Debtors’ Estates* [D.I. [•]] or *Final Order (I) Establishing Notification and Hearing Procedures For, and Approving Restrictions on, Certain Transfers of and Declarations of Worthlessness with Respect to Interests in and Certain Claims Against the Debtors’ Estates and (II) Establishing a Record Date for Notice and Sell-Down Procedures for Trading in Claims Against the Debtors’ Estates* [D.I. [•]], as applicable (the “**Order**”).

**PLEASE TAKE FURTHER NOTICE** that the undersigned party currently has Beneficial Ownership of \_\_\_\_\_ shares of common stock or \_\_\_\_\_ principal amount of Convertible Notes, and/or an Option with respect to \_\_\_\_\_ shares of common stock, each as set forth below.

<u>Debtor</u>	<u>Class/Series of Securities</u>	<u>Description of Securities</u>	<u>Amount/Principal Amount of Securities</u>	<u>Directly Owned (✓)</u>

**PLEASE TAKE FURTHER NOTICE** that the last four digits of the taxpayer identification number of the undersigned party are \_\_\_\_\_.<sup>3</sup>

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Order, this declaration (this “**Declaration**”) is being filed with the Court and served upon the Notice Parties.

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Order, the undersigned party acknowledges that it is prohibited from consummating the Proposed Transfer unless and until the undersigned party complies with the Securities Procedures set forth therein.

**PLEASE TAKE FURTHER NOTICE** that the Debtors have ~~20~~14 calendar days after receipt of this Declaration to object to the Proposed Transfer described herein. If the Debtors file an objection, such Proposed Transfer will remain ineffective unless such objection is withdrawn by the Debtors or such transaction is approved by a final and non-appealable order of the Court. If the Debtors do not object within such ~~20~~14-day period, then after expiration of such period the Proposed Transfer may proceed solely as set forth in this Declaration.

**PLEASE TAKE FURTHER NOTICE** that any further transactions contemplated by the undersigned party that may result in the undersigned party purchasing, acquiring or otherwise accumulating Beneficial Ownership of additional shares of or amounts of Securities would each require an additional notice filed with the Court to be served in the same manner as this Declaration.

**PLEASE TAKE FURTHER NOTICE** that, pursuant to 28 U.S.C. § 1746, under penalties of perjury, the undersigned party hereby declares that he or she has examined this Declaration and accompanying attachments (if any), and, to the best of his or her knowledge and belief, this Declaration and any attachments hereto are true, correct and complete.

<sup>3</sup> All persons and entities required to file a notice(s) pursuant to these procedures MUST redact all but the last 4 digits of their taxpayer identification number from such notices when filing the same with the Court.



This notice is given in addition to, and not as a substitute for, any requisite notice under Bankruptcy Rule 3001(e).

*[Signature page follows]*

Respectfully submitted,

(Name of Declarant)

By: \_\_\_\_\_

Name:

Address:

Telephone:

Facsimile:

Dated: \_\_\_\_\_, 20\_\_

,

(City)

(State)

**Exhibit A-3**

**Declaration of Intent ~~Feto~~ Transfer Securities**

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

In re:

FISKER INC., *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 24-11390 (TMH)

(Jointly Administered)

**Re: Docket No.** \_\_\_\_

**DECLARATION OF INTENT TO TRANSFER SECURITIES**

**PLEASE TAKE NOTICE** that the undersigned party hereby provides notice of its intention to sell, trade or otherwise transfer (the “**Proposed Transfer**”) one or more shares of Debtors’ Securities.<sup>2</sup> The Debtors are debtors and debtors in possession in Case No. 24-11390 pending in the United States Bankruptcy Court for the District of Delaware (the “**Court**”).

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Proposed Transfer, the undersigned party proposes to sell, trade, or otherwise transfer Beneficial Ownership of \_\_\_\_\_ shares of Class \_\_\_\_ common stock, \$\_\_\_\_\_ principal amount of \_\_\_\_\_ Convertible Notes due 202\_\_, or an Option with respect to \_\_\_\_\_ shares of Class \_\_\_\_ common stock. If the Proposed Transfer is permitted to occur, the undersigned party would have Beneficial Ownership as set forth below:

<u>Debtor</u>	<u>Class/Series of Securities</u>	<u>Description of Securities</u>	<u>Amount/Principal Amount of Securities</u>	<u>Directly Owned (✓)</u>

<sup>1</sup> The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers or Delaware file numbers, are as follows: Fisker Inc. (0340); Fisker Group Inc. (3342); Fisker TN LLC (6212); Blue Current Holding LLC (6668); Platinum IPR LLC (4839); and Terra Energy Inc. (0739). The address of the debtors’ corporate headquarters is 14 Centerpointe Drive, La Palma, CA 90623.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the *Interim Order Establishing Notification and Hearing Procedures for, and Approving Restrictions on, Certain Transfers of and Declarations of Worthlessness with Respect to Interests in and Certain Claims Against the Debtors’ Estates* [D.I. [•]] or *Final Order (I) Establishing Notification and Hearing Procedures For, and Approving Restrictions on, Certain Transfers of and Declarations of Worthlessness with Respect to Interests in and Certain Claims Against the Debtors’ Estates and (II) Establishing a Record Date for Notice and Sell-Down Procedures for Trading in Claims Against the Debtors’ Estates* [D.I. [•]], as applicable (the “**Order**”).

--	--	--	--	--

**PLEASE TAKE FURTHER NOTICE** that the undersigned party currently has Beneficial Ownership of \_\_\_\_\_ shares of common stock, \$ \_\_\_\_\_ principal amount of Convertible Notes, and/or an Option with respect to \_\_\_\_\_ shares of common stock, as set forth below:

<u>Debtor</u>	<u>Class/Series of Securities</u>	<u>Description of Securities</u>	<u>Amount/Principal Amount of Securities</u>	<u>Directly Owned (✓)</u>

**PLEASE TAKE FURTHER NOTICE** that the last four digits of the taxpayer identification number of the undersigned party are \_\_\_\_\_<sup>3</sup>.

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Order, this declaration (this “**Declaration**”) is being filed with the Court and served upon the Notice Parties.

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Order, the undersigned party acknowledges that it is prohibited from consummating the Proposed Transfer unless and until the undersigned party complies with the Securities Procedures set forth therein.

**PLEASE TAKE FURTHER NOTICE** that the Debtors have ~~20~~14 calendar days after receipt of this Declaration to object to the Proposed Transfer described herein. If the Debtors file an objection, such Proposed Transfer will remain ineffective unless such objection is withdrawn by the Debtors or such transaction is approved by a final and non-appealable order of the Court. If the Debtors do not object within such ~~20~~14-day period, then after expiration of such period the Proposed Transfer may proceed solely as set forth in this Declaration.

**PLEASE TAKE FURTHER NOTICE** that any further transactions contemplated by the undersigned party that may result in the undersigned party selling, trading or otherwise transferring Beneficial Ownership of additional Securities would each require an additional notice filed with the Court to be served in the same manner as this Declaration.

**PLEASE TAKE FURTHER NOTICE** that, pursuant to 28 U.S.C. § 1746, under penalties of perjury, the undersigned party hereby declares that he or she has examined this Declaration and accompanying attachments (if any), and, to the best of his or her knowledge and belief, this Declaration and any attachments hereto are true, correct and complete.

<sup>3</sup> All persons and entities required to file a notice(s) pursuant to these procedures MUST redact all but the last 4 digits of their taxpayer identification number from such notices when filing the same with the Court.

This notice is given in addition to, and not as a substitute for, any requisite notice under Bankruptcy Rule 3001(e).

*[Signature page follows]*

Respectfully submitted,

(Name of Declarant)

By: \_\_\_\_\_

Name:

Address:

Telephone:

Facsimile:

Dated: \_\_\_\_\_, 20\_\_

,

(City)

(State)

**Exhibit A-4**

**Declaration of Intent ~~To~~To Claim a Worthless Stock Deduction**



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

In re:

FISKER INC., *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 24-11390 (TMH)

(Jointly Administered)

**Re: Docket No.** \_\_\_\_

**DECLARATION OF INTENT TO CLAIM A WORTHLESS STOCK DEDUCTION**

**PLEASE TAKE NOTICE** that the undersigned party hereby provides notice of its intention to claim a worthless stock deduction (the “**Proposed Worthlessness Claim**”) with respect to the Debtors’ Securities.<sup>2</sup> The Debtors are debtors and debtors in possession in Case No. 24-11390 pending in the United States Bankruptcy Court for the District of Delaware (the “**Court**”).

**PLEASE TAKE FURTHER NOTICE** that the undersigned party currently has Beneficial Ownership of \_\_\_\_\_ shares of Class \_\_\_\_ common stock, \$ \_\_\_\_\_ principal amount of \_\_\_\_\_ Convertible Notes due 202\_\_, or an Option with respect to \_\_\_\_\_ shares of Class \_\_\_\_ common stock.

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Proposed Worthlessness Claim, the undersigned party proposes to declare that \_\_\_\_\_ shares of Class \_\_\_\_ common stock, \$ \_\_\_\_\_ principal amount of \_\_\_\_\_ Convertible Notes due 202\_\_, or an Option with respect to \_\_\_\_\_ shares of Class \_\_\_\_ common stock became worthless during the tax year ending \_\_\_\_\_.

<sup>1</sup> The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers or Delaware file numbers, are as follows: Fisker Inc. (0340); Fisker Group Inc. (3342); Fisker TN LLC (6212); Blue Current Holding LLC (6668); Platinum IPR LLC (4839); and Terra Energy Inc. (0739). The address of the debtors’ corporate headquarters is 14 Centerpointe Drive, La Palma, CA 90623.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the *Interim Order Establishing Notification and Hearing Procedures for, and Approving Restrictions on, Certain Transfers of and Declarations of Worthlessness with Respect to Interests in and Certain Claims Against the Debtors’ Estates* [D.I. \_\_\_\_] or *Final Order (I) Establishing Notification and Hearing Procedures For, and Approving Restrictions on, Certain Transfers of and Declarations of Worthlessness with Respect to Interests in and Certain Claims Against the Debtors’ Estates and (II) Establishing a Record Date for Notice and Sell-Down Procedures for Trading in Claims Against the Debtors’ Estates* [D.I. \_\_\_\_], as applicable (the “**Order**”).

**PLEASE TAKE FURTHER NOTICE** that the last four digits of the taxpayer identification number of the undersigned party are \_\_\_\_\_.<sup>3</sup>

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Order, this declaration (this “**Declaration**”) is being filed with the Court and served upon the Debtors and Davis Polk & Wardwell LLP and Morris, Nichols, Arsht & Tunnell LLP, proposed counsel to the Debtors, and the other Notice Parties.

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Order, the undersigned party acknowledges that the Debtors have ~~20~~14 calendar days after receipt of this Declaration to object to the Proposed Worthlessness Claim described herein. If the Debtors file an objection, such Proposed Worthlessness Claim will not be effective unless such objection is withdrawn by the Debtors or such action is approved by a final and non-appealable order of the Bankruptcy Court. If the Debtors do not object within such ~~20~~14-day period, then after expiration of such period the Proposed Worthlessness Claim may proceed solely as set forth in this Declaration.

**PLEASE TAKE FURTHER NOTICE** that any further claims of worthlessness contemplated by the undersigned party would each require an additional notice filed with the Court to be served in the same manner as this Declaration and are subject to an additional ~~20~~14-day waiting period.

**PLEASE TAKE FURTHER NOTICE** that, pursuant to 28 U.S.C. § 1746, under penalties of perjury, the undersigned party hereby declares that he or she has examined this Declaration and accompanying attachments (if any), and, to the best of his or her knowledge and belief, this Declaration and any attachments hereto are true, correct and complete.

This notice is given in addition to, and not as a substitute for, any requisite notice under Bankruptcy Rule 3001(e).

*[Signature page follows]*

---

<sup>3</sup> All persons and entities required to file a notice(s) pursuant to these procedures MUST redact all but the last 4 digits of their taxpayer identification number from such notices when filing the same with the Court.

Respectfully submitted,

(Name of Declarant)

By: \_\_\_\_\_

Name:

Address:

Telephone:

Facsimile:

Dated: \_\_\_\_\_, 20\_\_

,

(City)

(State)

**Exhibit DB**

**Record Date Notice**

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

In re:

FISKER INC., *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 24-11390 (TMH)

(Jointly Administered)

**Re: Docket No.** \_\_\_\_

**NOTICE OF ENTRY OF AN ORDER ESTABLISHING  
A RECORD DATE FOR NOTICE AND SELL-DOWN PROCEDURES  
FOR TRADING IN CERTAIN CLAIMS AGAINST THE DEBTORS' ESTATES**

**TO ALL PERSONS OR ENTITIES THAT HOLD CLAIMS AGAINST THE DEBTORS:**

**PLEASE TAKE NOTICE** that, on June 17 and 19, 2024 (the “**Petition Date**”), Fisker Inc. and certain of its affiliates (collectively, the “**Debtors**”), each of which is a debtor and debtor in possession in the above-captioned chapter 11 cases, filed voluntary petitions for relief with the United States Bankruptcy Court for the District of Delaware (the “**Court**”) under chapter 11 of the Bankruptcy Code.<sup>2</sup> Subject to certain exceptions, section 362 of the Bankruptcy Code operates as a stay of any act to obtain possession of property of or from the Debtors’ estates or to exercise control over property of or from the Debtors’ estates.

**PLEASE TAKE FURTHER NOTICE THAT** on the Petition Date, the Debtors filed the *Motion of Debtors for Entry of Interim and Final Orders (I) Establishing Notification and Hearing Procedures for, and Approving Restrictions on, Certain Transfers of and Declarations of Worthlessness with Respect to Interests in and Certain Claims Against the Debtors’ Estates and (II) Establishing a Record Date for Notice and Sell-Down Procedures for Trading in Claims Against the Debtors’ Estates* [D.I. —7] (the “**Motion**”).

**PLEASE TAKE FURTHER NOTICE THAT** on [ ], 2024, the Court entered the *Final Order (I) Establishing Notification and Hearing Procedures For, and Approving Restrictions on, Transfers of and Declarations of Worthlessness with Respect to Interests in and Certain Claims Against the Debtors’ Estates and (II) Establishing a Record Date for Notice and*

<sup>1</sup> The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers or Delaware file numbers, are as follows: Fisker Inc. (0340); Fisker Group Inc. (3342); Fisker TN LLC (6212); Blue Current Holding LLC (6668); Platinum IPR LLC (4839); and Terra Energy Inc. (0739). The address of the debtors’ corporate headquarters is 14 Centerpointe Drive, La Palma, CA 90623.

<sup>2</sup> Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion, the Interim Order, or the Proposed Final Order (each as defined herein), as applicable.

*Sell-Down Procedures for Trading in Claims Against the Debtors' Estates* [D.I. \_\_\_] (the “**Order**”) establishing an effective date for notice and the Sell-Down Procedures (as defined in the Motion) for trading in claims against the Debtors’ estates. The “Record Date” is the Petition Date, namely June 19, 2024.

**PLEASE TAKE FURTHER NOTICE THAT** pursuant to the Order, claimholders and potential purchasers of Claims (as defined in the Motion) against the Debtors are hereby notified that, if the Court ultimately approves a Sell-Down Order, claimholders that acquire claims after the Record Date in an amount that would entitle them to receive more than 4.5 percent of the equity of the reorganized Debtors under the Debtors’ plan of reorganization may be subject to a required sell-down of any claims purchased after the Record Date.

**PLEASE TAKE FURTHER NOTICE THAT** complete copies of the Motion and Order, with additional information about the Record Date and possible Sell-Down Order, are available via PACER on the Court’s website at <https://ecf.deb.uscourts.gov> for a fee, or free of charge by accessing the Debtors’ case information website located at <https://www.veritaglobal.net/fisker>.

**PLEASE TAKE FURTHER NOTICE THAT**, the entry of the Order shall in no way prejudice the rights of any party to oppose the entry of a Sell-Down Order, on any grounds, and that all parties’ rights are expressly preserved hereby.

**PLEASE TAKE FURTHER NOTICE THAT** the requirements set forth in this notice are in addition to the requirements of applicable law and do not excuse compliance therewith.

*[Signature page follows]*

Dated: June \_\_, 2024  
Wilmington, Delaware

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

/s/ \_\_\_\_\_

Robert J. Dehney, Sr. (No. 3578)  
Andrew R. Remming (No. 5120)  
Brenna A. Dolphin (No. 5604)  
Sophie Rogers Churchill (No. 6905)  
Evanthea Hammer (No. 7061)  
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aremring@morrisnichols.com  
bdolphin@morrisnichols.com  
srchurchill@morrisnichols.com  
ehammer@morrisnichols.com

-and-

DAVIS POLK & WARDWELL LLP

Brian M. Resnick (*pro hac vice* pending)  
Darren S. Klein (*pro hac vice* pending)  
Steven Z. Szanzer (*pro hac vice* pending)  
Richard J. Steinberg (*pro hac vice* pending)  
450 Lexington Avenue  
New York, New York 10017  
Tel.: (212) 450-4000  
brian.resnick@davispolk.com  
darren.klein@davispolk.com  
steven.szanzer@davispolk.com  
richard.steinberg@davispolk.com

*Proposed Counsel to the Debtors and Debtors in Possession*

**Exhibit EC**

**Notice of Interim Order**



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

In re:

FISKER INC., *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 24-11390 (TMH)

(Joint Administration Requested)

**Re: Docket No. \_\_\_\_**

**NOTICE OF (I) DISCLOSURE PROCEDURES  
APPLICABLE TO CERTAIN HOLDERS OF SECURITIES,  
DISCLOSURE PROCEDURES FOR TRANSFERS OF SECURITIES, AND  
DECLARATIONS OF WORTHLESSNESS WITH RESPECT TO INTERESTS  
IN AND CERTAIN CLAIMS AGAINST THE DEBTORS' ESTATES,  
AND (II) FINAL HEARING ON THE APPLICATION THEREOF**

**TO ALL PERSONS OR ENTITIES WITH INTERESTS OR CERTAIN CLAIMS IN  
ANY OF THE DEBTOR ENTITIES:**

**PLEASE TAKE NOTICE** that, on June 17 and 19, 2024 (the “**Petition Date**”), Fisker Inc. and certain of its affiliates (collectively, the “**Debtors**”), each of which is a debtor and debtor in possession in the above-captioned chapter 11 cases, filed voluntary petitions for relief with the United States Bankruptcy Court for the District of Delaware (the “**Court**”) under chapter 11 of the Bankruptcy Code.<sup>2</sup> Subject to certain exceptions, section 362 of the Bankruptcy Code operates as a stay of any act to obtain possession of property of or from the Debtors’ estates or to exercise control over property of or from the Debtors’ estates.

**PLEASE TAKE FURTHER NOTICE** that on the Petition Date, the Debtors filed the *Motion of Debtors for Entry of Interim and Final Orders (I) Establishing Notification and Hearing Procedures for, and Approving Restrictions on, Certain Transfers of and Declarations of Worthlessness with Respect to Interests in and Certain Claims Against the Debtors’ Estates and (II) Establishing a Record Date for Notice and Sell-Down Procedures for Trading in Claims Against the Debtors’ Estates* [D.I. 7] (the “**Motion**”).

<sup>1</sup> The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers or Delaware file numbers, are as follows: Fisker Inc. (0340); Fisker Group Inc. (3342); Fisker TN LLC (6212); Blue Current Holding LLC (6668); Platinum IPR LLC (4839); and Terra Energy Inc. (0739). The address of the debtors’ corporate headquarters is 14 Centerpointe Drive, La Palma, CA 90623.

<sup>2</sup> Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion, Interim Order, or Proposed Final Order (each as defined herein), as applicable.

**PLEASE TAKE FURTHER NOTICE** that on [\_\_\_\_\_], 2024, the Court entered the *Interim Order Establishing Notification and Hearing Procedures for, and Approving Restrictions on, Certain Transfers of and Declarations of Worthlessness with Respect to Interests in and Certain Claims Against the Debtors' Estates* [D.I. \_\_\_\_] (the “**Interim Order**”).

**PLEASE TAKE FURTHER NOTICE** that, in addition to the Interim Order, the Motion requested that the Court enter the *Final Order (I) Establishing Notification and Hearing Procedures for, and Approving Restrictions on, Transfers of and Declarations of Worthlessness with Respect to Interests in and Certain Claims Against the Debtors' Estates and (II) Establishing a Record Date for Notice and Sell-Down Procedures for Trading in Claims Against the Debtors' Estates* (the “**Proposed Final Order**”).

**PLEASE TAKE FURTHER NOTICE** that, on [\_\_\_\_\_], 2024, the Court entered the Interim Order [D.I. \_\_\_\_] approving the procedures for certain transfers of Securities and declarations of worthlessness with respect to Securities set forth in Exhibit A to the ~~Motion~~Interim Order (the “Securities Procedures”).

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Interim Order, a Beneficial Owner of Securities may not consummate any purchase, sale, or other transfer (including, with respect to the Convertible Notes, certain conversions) of Securities or Beneficial Ownership of Securities in violation of the Securities Procedures, and any such transaction in violation of the Securities Procedures shall be null and void *ab initio*.

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Interim Order, the Securities Procedures shall apply to the holding and transfers of Securities or any Beneficial Ownership therein (including, for the avoidance of doubt, the filing of a Substantial Securityholder Notice, to the extent required therein).

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Interim Order, a Beneficial Owner may not claim a worthless stock deduction with respect to Securities, or Beneficial Ownership of Securities, in violation of the Securities Procedures, and any such deduction in violation of the Securities Procedures shall be null and void *ab initio*, and the Beneficial Owner shall be required to file an amended tax return revoking such deduction.

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Proposed Final Order, a Beneficial Owner of Securities would not be able to consummate any purchase, sale, or other transfer (including, with respect to the Convertible Notes, certain conversions) of Securities or Beneficial Ownership therein in violation of the Securities Procedures, and any such transaction in violation of the Securities Procedures shall be null and void *ab initio*.

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Proposed Final Order, the Securities Procedures would apply to the holding and transfers of Securities or any Beneficial Ownership therein (including, for the avoidance of doubt, the filing of a Substantial Securityholder Notice to the extent required therein).

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Proposed Final Order, a Beneficial Owner would not be able to claim a worthless stock deduction with respect to Securities, or Beneficial Ownership of Securities, in violation of the Securities Procedures, and

any such deduction in violation of the Securities Procedures shall be null and void *ab initio*, and the Beneficial Owner shall be required to file an amended tax return revoking such deduction.

PLEASE TAKE FURTHER NOTICE that, upon the request of any Beneficial Owner of Securities, Kurtzman Carson Consultants LLC, the Debtors' claims and noticing agent, will provide a copy of the Interim Order or Proposed Final Order and a form of each of the declarations required to be filed by the Securities Procedures in a reasonable period of time. Such declarations are also available via PACER on the Court's website at <https://ecf.deb.uscourts.gov> for a fee, or free of charge by accessing the Debtors' case information website located at <https://www.veritaglobal.net/fisker>.

PLEASE TAKE FURTHER NOTICE that the final hearing to consider the relief requested in the Motion will be held on        July 16, 2024, at        11:00 a.m. (prevailing Eastern Time) and any objections or responses to the Motion shall be filed and served on the Notice Parties so as to be actually received on or prior to        July 9, 2024 at 4:00 p.m. (prevailing Eastern Time).

**PLEASE TAKE FURTHER NOTICE THAT FAILURE TO FOLLOW THE SECURITIES PROCEDURES SET FORTH IN THE INTERIM ORDER OR, ONCE ENTERED, THE PROPOSED FINAL ORDER SHALL CONSTITUTE A VIOLATION OF, AMONG OTHER THINGS, THE AUTOMATIC STAY PROVISIONS OF SECTION 362 OF THE BANKRUPTCY CODE.**

**PLEASE TAKE FURTHER NOTICE THAT ANY PROHIBITED PURCHASE, SALE, OTHER TRANSFER OF, OR DECLARATION OF WORTHLESSNESS WITH RESPECT TO, SECURITIES, OR BENEFICIAL OWNERSHIP THEREOF, OR CONVERSIONS OF CONVERTIBLE NOTES IN VIOLATION OF THE INTERIM ORDER OR, ONCE ENTERED, THE PROPOSED FINAL ORDER IS PROHIBITED, SHALL BE NULL AND VOID *AB INITIO*, AND MAY BE SUBJECT TO ADDITIONAL SANCTIONS AS THE COURT MAY DETERMINE.**

**PLEASE TAKE FURTHER NOTICE THAT THE REQUIREMENTS SET FORTH IN THE INTERIM ORDER OR, ONCE ENTERED, THE PROPOSED FINAL ORDER ARE IN ADDITION TO THE REQUIREMENTS OF APPLICABLE LAW AND DO NOT EXCUSE COMPLIANCE THEREWITH.**

[Signature page follows]

Dated: June \_\_, 2024  
Wilmington, Delaware

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

/s/

Robert J. Dehney, Sr. (No. 3578)  
Andrew R. Remming (No. 5120)  
Brenna A. Dolphin (No. 5604)  
Sophie Rogers Churchill (No. 6905)  
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-and-

DAVIS POLK & WARDWELL LLP

Brian M. Resnick (*pro hac vice* pending)  
Darren S. Klein (*pro hac vice* pending)  
Steven Z. Szanzer (*pro hac vice* pending)  
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richard.steinberg@davispolk.com

*Proposed Counsel to the Debtors and Debtors in Possession*