

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

In re

Lordstown Motors Corp., *et al.*,¹

Debtors.

Chapter 11

Case No. 23-10831 (MFW)

(Jointly Administered)

**DECLARATION OF ANDRES ESTRADA REGARDING THE SOLICITATION AND
TABULATION OF VOTES ON THE DEBTORS' JOINT CHAPTER 11 PLAN**

I, Andres Estrada, declare, under the penalty of perjury:

1. I am a Managing Director of Corporate Restructuring Services at Kurtzman Carson Consultants LLC (“KCC”). I am over the age of eighteen years and not a party to the above-captioned action.

2. I submit this declaration (the “**Declaration**”) with respect to the solicitation of votes and the tabulation of ballots cast on the Plan.² Except as otherwise noted, all facts set forth herein are based on my personal knowledge, knowledge that I acquired from individuals under my supervision, and/or my review of the relevant documents. I am authorized to submit this Voting Report on behalf of KCC. If I were called to testify, I could and would testify competently as to the facts set forth herein.

¹ The Debtors in these chapter 11 cases (these “**Chapter 11 Cases**”), along with the last four digits of their respective taxpayer identification numbers are: Lordstown Motors Corp. (3239); Lordstown EV Corporation (2250); and Lordstown EV Sales LLC (9101). The Debtors’ service address is 27000 Hills Tech Ct., Farmington Hills, MI 48331.

² The “**Plan**” means the *Modified First Amended Joint Chapter 11 Plan of Lordstown Motors Corp. and its Debtor Affiliates*, dated November 1, 2023 [Docket No. 657] (as modified by the *Second Modified First Amended Joint Chapter 11 Plan of Lordstown Motors Corp. and its Debtor Affiliates*, dated January 31, 2024 [Docket No. 941] and as may be further modified, amended, or supplemented from time to time). Where the context requires, each capitalized term used but not otherwise defined herein shall have the meaning ascribed to such term in the Plan or the Disclosure Statement Order (defined below).



3. This Court authorized KCC's retention as (a) the claims and noticing agent to the above-captioned debtors and debtors in possession (collectively, the "**Debtors**") pursuant to the *Order Appointing Kurtzman Carson Consultants LLC as Claims and Noticing Agent Effective as of the Petition Date*, dated June 28, 2023 [Docket No. 54] and (b) the administrative advisor pursuant to the *Order Authorizing the Employment and Retention of Kurtzman Carson Consultants LLC as Administrative Advisor Effective as of the Petition Date*, dated July 25, 2023 [Docket No. 174] (collectively, the "**Retention Orders**"). The Retention Orders authorize KCC to assist the Debtors with, among other things, the service of solicitation materials and tabulation of votes cast to accept or reject the Plan. KCC and its employees have considerable experience in soliciting and tabulating votes to accept or reject chapter 11 plans, and have served as claims, noticing and solicitation agent to numerous debtors in the United States Bankruptcy Court for the District of Delaware.

I. Service and Transmittal of Solicitation Packages and Related Materials

4. Pursuant to the *Order (i) Approving the Disclosure Statement and the Form and Manner of Notice, (ii) Approving Plan Solicitation and Voting Procedures, (iii) Approving Forms of Ballots, (iv) Approving Form, Manner, and Scope of Confirmation Notices, (v) Establishing Certain Deadlines in Connection with Approval of the Disclosure Statement and Confirmation of the Plan, and (vi) Granting Related Relief*, dated November 1, 2023 [Docket No. 651] (the "**Disclosure Statement Order**"), the Bankruptcy Court approved procedures to solicit votes from, and tabulate Ballots submitted by, Holders of Claims or Interests entitled to vote on the Plan (the "**Solicitation Procedures**"). KCC adhered to the Solicitation Procedures outlined in the Disclosure Statement Order and, among other things, distributed (or caused to be distributed) Solicitation Packages (including Ballots) to parties entitled to vote on the Plan. I supervised the

solicitation and tabulation performed by KCC's employees.

5. The Disclosure Statement Order established October 31, 2023 as the record date for determining which holders of Claims or Interests in the Voting Classes are entitled to vote to accept or reject the Plan (the "**Voting Record Date**"). Pursuant to the Plan and the Solicitation Procedures, only Holders of Claims or Interests as of the Voting Record Date in the following Classes were entitled to vote to accept or reject the Plan (the "**Voting Class**"):

Plan Class	Class Description
3	General Unsecured Claims
7	Common Stock Interests
8	Section 510(b) Claims
9	RIDE Section 510(b) Claims
10	Ohio Securities Litigation Claims

No other Classes were entitled to vote on the Plan.³

6. In accordance with the Solicitation Procedures, KCC worked closely with the Debtors and their advisors to identify the Holders of Claims or Interests entitled to vote in the Voting Classes as of the Voting Record Date, and to coordinate the distribution of Solicitation Packages to these Holders of Claims or Interests or to the banks, brokers, or other nominees that held Interests on behalf of underlying beneficial holders entitled to vote to accept or reject the Plan. A detailed description of KCC's distribution of Solicitation Packages is set forth in KCC's

³ Although the Holder of Class 5 Interests (Foxconn Preferred Stock Interests), which is unimpaired under the Plan, was provisionally entitled to vote under the *Modified First Amended Joint Chapter 11 Plan of Lordstown Motors Corp. and its Debtor Affiliates*, dated November 1, 2023 [Docket No. 657], pursuant to revisions incorporated, with Foxconn's consent, to the Plan filed on January 31, 2024, Foxconn is no longer provisionally entitled to vote.

(a) *Certificate of Service*, dated November 28, 2023 [Docket No. 747], *Supplemental Certificate of Service*, dated December 4, 2023 [Docket No. 770], *Supplemental Certificate of Service*, dated December 13, 2023 [Docket No. 820], and *Supplemental Certificate of Service*, dated December 20, 2023 [Docket No.852].

II. The Tabulation Process

7. In accordance with the Solicitation Procedures, KCC received, reviewed, determined the validity of, and tabulated the Ballots submitted to vote on the Plan. Each Ballot submitted to KCC was date-stamped, scanned (if submitted on paper), assigned a ballot number, entered into KCC's voting database, and processed in accordance with the Solicitation Procedures. To be included in the tabulation results as valid, a Ballot must have been (a) properly completed pursuant to the Solicitation Procedures, (b) executed by the relevant Holder entitled to vote on the Plan (or such Holder's authorized representative), (c) returned to KCC via an approved method of delivery set forth in the Solicitation Procedures, and (d) received by KCC by 5:00 p.m. (prevailing Eastern Time) on December 12, 2023 (as the same may have been extended by the Debtors with respect to particular Holders, the "**Voting Deadline**").

8. All valid Ballots cast by Holders of Claims or Interests entitled to vote in the Voting Classes and received by KCC on or before the applicable Voting Deadline were tabulated pursuant to the Solicitation Procedures.

9. The Voting Deadline of the Holder of Class 10 Claims (Ohio Securities Litigation Claims) was extended by the Debtors and, on February 2, 2024, the Debtors and the Holder of such Class 10 Claims entered into that certain *Stipulation Between Debtors, Ohio Securities Litigation Lead Plaintiff, Official Committee of Unsecured Creditors, and Official Committee of Equity Security Holders Regarding Ohio Securities Litigation Lead Plaintiff's Motion To Apply*

Bankruptcy Rule 7023 To Class Claims and Proofs of Claim Numbers 1368, 1379, 1380, 1394, 1426, and 1434 [Docket No. 947] (the “**Ohio Securities Litigation Stipulation**”), pursuant to which such Holder shall be deemed to have voted to accept the Plan upon entry of an order by the Bankruptcy Court approving the stipulation. The Bankruptcy Court entered an order [Docket No. 953] approving the Ohio Securities Litigation Stipulation on February 5, 2024.

10. The final tabulation of votes cast by timely and properly completed Ballots received by KCC is attached hereto as **Exhibit A**. The detailed Ballot reports for all Voting Classes are attached hereto as **Exhibit A-1** through **Exhibit A-3**.

[Remainder of page intentionally left blank]

To the best of my knowledge, information, and belief, I declare under penalty of perjury that the foregoing information concerning the distribution, submission, and tabulation of ballots in connection with the Plan is true and correct.

Dated: February 27, 2024

/s/ Andres Estrada
Andres Estrada
Kurtzman Carson Consultants LLC

Exhibit A

Voting Tabulation

Exhibit A
Ballot Tabulation Summary

Class Name	Class Description	Not Tabulated	Members Voted	Members Accepted	Members Rejected	% Members Accepted	% Members Rejected	Total \$ in Class	Total \$ Voted	\$ Accepted	\$ Rejected	% \$ Accepted	% \$ Rejected
3	General Unsecured Claims (Including Insider Votes)	0	60	53	7	88.33	11.67	\$22,430,325.45	\$6,484,534.01	\$5,981,324.53	\$503,209.48	92.24	7.76
3	General Unsecured Claims (Excluding Insider Votes)	0	44	37	7	84.09	15.91	\$22,430,309.45	\$6,484,518.01	\$5,981,308.53	\$503,209.48	92.24	7.76
8	Section 510(b) Claims	0	8	4	4	50.00	50.00	\$55.00	\$8.00	\$4.00	\$4.00	50.00	50.00
9	RIDE Section 510(b) Claims	0	0	0	0	0.00	0.00	\$3.00	\$0.00	\$0.00	\$0.00	0.00	0.00
10	Ohio Securities Class Action Claims	0	1	1	0	100.00	0.00	\$10,000,000.00	\$10,000,000.00	\$10,000,000.00	\$0.00	100.00	0.00

Class Name	Class Description	Not Tabulated	Members Voted	Members Accepted	Members Rejected	% Members Accepted	% Members Rejected	Total Shares in Class	Total Shares Voted	Shares Accepted	Shares Rejected	% Accepted	% Rejected
7	Common Stock Interest	0	3,673	2,970	703	80.86	19.14	16,006,416	4,069,331	3,927,146	142,185	96.51	3.49

Exhibit A-1

Class 3 Ballot Detail Report
General Unsecured Claims

Date Filed	Ballot No.	Creditor Name	Voting Amount	Vote
12/18/2023	62	Adam Kroll	\$1.00	Accept
12/18/2023	68	Andrew Reyntjes	\$1.00	Accept
12/18/2023	69	Angela Strand	\$1.00	Accept
12/12/2023	55	Baker Hostetler LLP	\$260,981.07	Accept
11/17/2023	10	BASF Corporation	\$66,696.46	Accept
11/28/2023	25	Charles L. & Lyona Hannahs	\$25.50	Accept
11/18/2023	13	Charlie Johns	\$14,131.67	Accept
11/29/2023	29	Cognizant Mobility, Inc.	\$586,130.33	Accept
11/29/2023	30	Cognizant Worldwide Limited	\$161,378.00	Accept
11/26/2023	21	Columbia Diane Carfolo	\$2,168.90	Accept
11/17/2023	12	Crown Equipment Corporation	\$1,609.38	Reject
11/30/2023	33	CSB Strategic Business Solutions	\$282,913.50	Accept
12/18/2023	63	Dale Spencer	\$1.00	Accept
12/18/2023	60	Daniel Ninivaggi	\$1.00	Accept
12/19/2023	72	Darren Post	\$1.00	Accept
12/11/2023	48	David T. Hamamoto	\$1.00	Accept
12/18/2023	66	Donna Bell	\$1.00	Accept
11/13/2023	1	Douglas Wargo	\$773.21	Accept
12/18/2023	67	Edward T. Hightower	\$1.00	Accept
11/18/2023	14	ElectroCycle, Inc	\$40.00	Accept
11/14/2023	3	Eric Knies	\$4,846.90	Accept
12/15/2023	59	Farkhonda Sangar	\$11,080.37	Accept
12/14/2023	58	Fiberdyne Research Pty Ltd	\$1.00	Reject
11/26/2023	20	Gary Wayne Browne	\$221.21	Accept
12/07/2023	44	Greotech Integration M Sdn Bhd	\$1,532,600.00	Accept
12/06/2023	43	Harco Manufacturing Group, LLC	\$491,209.87	Reject
11/14/2023	4	Jamal Kanj	\$23,000.00	Accept
12/05/2023	41	James A Jacobs	\$194.00	Reject
12/20/2023	74	Jane Reiss	\$1.00	Accept
12/18/2023	65	Jill Coniglio-Kirk	\$1.00	Accept
12/01/2023	36	Jose B Ruiz	\$4,000.00	Accept
12/19/2023	73	Joseph Anderson Jr	\$1.00	Accept
12/05/2023	42	KalaWati Narayan	\$500.00	Accept
12/19/2023	71	Keith Feldman	\$1.00	Accept

Exhibit A-1

Class 3 Ballot Detail Report
General Unsecured Claims

Date Filed	Ballot No.	Creditor Name	Voting Amount	Vote
02/20/2024	70	Laura Soave	\$1.00	Accept
11/16/2023	9	Laval Tool & Mould LTD.	\$189,977.91	Accept
12/05/2023	38	Lone Pine Farms Inc	\$9,614.84	Accept
12/05/2023	40	Louise Prystaloski	\$2,200.00	Reject
12/05/2023	39	MarkLines Co., Ltd	\$5,600.00	Accept
12/08/2023	46	Maryann Jamieson	\$2,552.00	Reject
11/29/2023	32	McKinsey and Company, Inc. United States	\$244,491.16	Accept
12/18/2023	61	Melissa Leonard	\$1.00	Accept
12/18/2023	64	Michael H. Port	\$1.00	Accept
11/21/2023	18	Michael J Teuscher	\$357.60	Accept
11/13/2023	2	Nicholaus Schilling	\$300.00	Accept
12/04/2023	37	North Coast Seal, Inc.	\$14,718.61	Accept
11/17/2023	11	Ray Ingrassia	\$6,187.05	Accept
12/01/2023	35	Rentokil North America, Inc dba Western Exterminator Company	\$315.00	Accept
11/14/2023	5	Richard Kloxin	\$5,531.15	Accept
11/28/2023	23	Robert Radulski	\$664.96	Accept
11/28/2023	24	Roy M. Jacobs	\$13,000.00	Accept
11/16/2023	8	Simpson Thacher & Bartlett LLP	\$424,710.68	Accept
12/12/2023	57	St. Clair Technologies Inc.	\$673,034.85	Accept
11/21/2023	16	Steven Slawson	\$125,564.62	Accept
12/11/2023	53	Superior Cam Inc.	\$551,394.30	Accept
11/28/2023	28	Syngin Technology LLC	\$12,009.75	Accept
11/29/2023	31	Tim Berger	\$5,443.23	Reject
11/28/2023	22	United States Plastic Corporation	\$705.08	Accept
12/01/2023	34	William Ortega	\$1.00	Accept
12/12/2023	54	ZF Passive Safety Systems US Inc.	\$751,642.85	Accept

Exhibit A-2

Class 7 Ballot Detail Report
Common Stock Interest

Registered Holder Detail Report

Date Filed	Ballot No.	Creditor Name	Shares Voted	Vote
12/07/2023	45	ARTICLE THIRD OF	17,798	Accept
12/11/2023	49	DAVID T HAMAMOTO	49,354	Accept
12/11/2023	50	DAVID T HAMAMOTO GRAT 2019 - SPAC	57,433	Accept
12/11/2023	51	DIAMONDHEAD PARTNERS LLC	53,394	Accept
11/28/2023	26	VINCENT & THOMAS IANNELLI TEN COM	1,881	Accept
11/28/2023	27	VINCENT IANNELLI THOMAS IANNELLI	1,346	Accept

Nominee Detail Report

DTC Participant No.	Nominee	Total No. of Accounts Voting	No. of Accounts Accepting	No. of Accounts Rejecting	Total Amount of Shares Voting	Amount of Shares Accepting	Amount of Shares Rejecting
0756	AEIS INC.	21	17	4	4,910	4,738	172
0158	APEX CLEAR	173	136	37	11,666	10,012	1,654
0052	AXOS	4	4	0	113	113	0
0901	BANK OF NY	19	17	2	46,339	25,962	20,377
5043	BMO NSBT**	10	10	0	264	264	0
0955	BOA/GWIM	2	2	0	600	600	0
0161	BOFA	2	2	0	7,795	7,795	0
0013	BRNSTN LLC	1	1	0	6	6	0
0701	CETERA	1	1	0	106	106	0
0164	CHS SCHWAB	996	784	212	176,330	145,986	30,344
5030	CIBCWRLD**	12	11	1	817	766	51
8430	CIT SECLLC	1	1	0	1,977	1,977	0
0908	CITIBANK	1	1	0	8,481	8,481	0
5083	CRED/CDS**	7	7	0	201	201	0
0361	DAVIDSON	2	2	0	1,336	1,336	0
5028	DESJRDIN**	5	5	0	140	140	0
2402	DRIVEW LLC	87	70	17	741	664	77
6GY	ETORO (EUROPE) LTD	6	5	1	487	351	136
2116	FIFTH NA	1	1	0	66	66	0
0005	GOLDMAN	12	12	0	1,397,819	1,397,819	0
0279	HILLTOPSEC	3	3	0	94,645	94,645	0
4ZT	IG	9	8	1	539	529	10
0534	INT BROKER	32	28	4	27,737	27,641	96
0019	JEFFERIES	2	2	0	361,901	361,901	0
0057	JONES E D	45	41	4	9,726	9,403	323
0352	JPMS/JPMC	65	53	12	748,775	747,854	921
2205	KEYBANK NA	1	1	0	166	166	0

Exhibit A-2

Class 7 Ballot Detail Report
Common Stock Interest

DTC Participant No.	Nominee	Total No. of Accounts Voting	No. of Accounts Accepting	No. of Accounts Rejecting	Total Amount of Shares Voting	Amount of Shares Accepting	Amount of Shares Rejecting
0075	LPL LLC	31	27	4	2,118	2,072	46
8862	MLPFS/8862	76	66	10	22,735	22,359	376
0050	MORGAN LLC	2	2	0	402,742	402,742	0
0015	MSSB	460	378	82	129,800	99,255	30,545
5008	NBFI INC**	13	12	1	4,010	3,944	66
0226	NFS LLC	836	649	187	129,468	111,580	17,888
2669	NRTHRN TR	1	1	0	200	200	0
0571	OPPENHEIME	1	1	0	33	33	0
0443	PERSHING	70	61	9	40,175	10,902	29,273
2616	PNC BK,NA	2	2	0	197	197	0
5084	QUES/CDS**	8	8	0	110	110	0
0547	R W BAIRD	5	5	0	208	208	0
0725	RAYMOND	26	22	4	2,160	2,009	151
5002	RBC/DOMN**	22	14	8	953	737	216
0235	RBCCAPMKTS	11	9	2	578	543	35
5011	SCOTIA**	9	8	1	527	522	5
2663	SEI PV/GWP	1	1	0	66	66	0
0793	STIFEL	49	48	1	6,378	5,958	420
0750	STX INC.	2	2	0	166	166	0
0188	TD AMERITR	240	185	55	74,588	67,175	7,413
5036	TD WATER**	13	9	4	257	153	104
0271	TRADESTATN	3	2	1	16	10	6
0221	UBS FINAN	9	9	0	481	481	0
0642	UBS SECLLC	1	1	0	439	439	0
0280	US BANCORP	2	1	1	56	23	33
2803	US BANK NA	1	1	0	2	2	0
0062	VANGUARD	126	104	22	7,363	6,365	998
3856	VCLLC	1	1	0	11	11	0
CB6	WEALTHSIMPLE INVESTMENTS INC	20	17	3	322	312	10
0141	WELLS CLRG	104	91	13	17,518	17,079	439
0250	WELLS FARG	2	2	0	140,765	140,765	0

Exhibit A-3

Class 8 Ballot Detail Report

Section 510(b) Claims

Date Filed	Ballot No.	Creditor Name	Voting Amount	Vote
12/11/2023	47	Brian Christoffersen	\$1.00	Reject
11/16/2023	7	Cheryl A. Brown	\$1.00	Accept
12/11/2023	52	David D. Palay, Jr. Individually, and as Carol J Palay, Individually, and as Joint Tenants	\$1.00	Reject
11/21/2023	17	Harjit Gill	\$1.00	Accept
12/12/2023	56	James M. Kenny	\$1.00	Accept
11/15/2023	6	Paul Kondzich	\$1.00	Accept
11/22/2023	19	Thomas Burns	\$1.00	Reject
11/19/2023	15	Wesley Byron Widdison	\$1.00	Reject