

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

)	
In re:)	Chapter 11
)	
PROTERRA INC, <i>et al.</i> , ¹)	Case No. 23-11120 (___)
)	
Debtors.)	(Joint Administration Requested)
)	

DEBTORS’ MOTION FOR ENTRY OF AN ORDER (I) AUTHORIZING THE DEBTORS TO FILE A CONSOLIDATED (A) CREDITOR MATRIX AND (B) LIST OF THE 30 LARGEST UNSECURED CREDITORS; (II) AUTHORIZING REDACTION OF CERTAIN PERSONAL IDENTIFICATION INFORMATION; AND (III) GRANTING RELATED RELIEF

The above-captioned debtors and debtors in possession (collectively, the “Debtors”) respectfully state as follows in support of this motion (the “Motion”):²

Relief Requested

1. Through this Motion, the Debtors seek entry of an order (the “Proposed Order”), substantially in the forms attached hereto as **Exhibit A**, (a) authorizing the Debtors to file a consolidated list of creditors (the “Consolidated Creditor Matrix”) in lieu of submitting separate mailing matrices for each Debtor, (b) authorizing the Debtors to file a consolidated list of the Debtors’ 30 largest unsecured creditors (the “Consolidated Top 30 Creditors List”)³ in lieu of

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

² A detailed description of the Debtors and their business, including the facts and circumstances giving rise to these chapter 11 cases and supporting this Motion, is set forth in the *Declaration of Gareth T. Joyce in Support of Chapter 11 Petitions and First Day Motions* (the “First Day Declaration”), filed contemporaneously herewith and incorporated herein by reference. Capitalized terms used but not defined in this Motion have the meanings ascribed to them in the First Day Declaration.

³ While the Debtors believe that the chapter 11 cases satisfy the requirements of Del. Bankr. L.R. 1007-2 such that the Debtors may file the Consolidated Creditor Matrix and Consolidated Top 30 Creditors List without seeking authority from the Court, the Debtors nevertheless do so out of an abundance of caution.



submitting separate lists for each Debtor, (c) authorizing the Debtors to redact certain personal identification information, including, but not limited to, filing the portions of the Creditor Matrix containing home addresses and email addresses of the Debtors' former and current employees under seal,⁴ (d) authorizing the Debtors to provide the sealed Consolidated Creditor Matrix to the Office of the United States Trustee for the District of Delaware (the "U.S. Trustee"), any official committee appointed in these chapter 11 cases and any other party upon Court order, and (e) granting related relief.

Jurisdiction and Venue

2. The United States Bankruptcy Court for the District of Delaware (the "Court") has jurisdiction over this matter 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 as of February 29, 2012 (the "Amended Standing Order"). This is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2).

3. Pursuant to Rule 9013-1(f) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the "Local Rules"), the Debtors consent to a final order with respect to this Motion to the extent that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

4. Venue of these chapter 11 cases and this Motion is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

⁴ The Debtors also seek authority to redact home addresses of current and former employees from affidavits of service filed in the chapter 11 cases.

5. The bases for the relief requested herein are sections 105(a), 107(b)-(c), 363(b), and 521 of title 11 of the United States Code, 11 U.S.C. §§ 101–1532 (the “Bankruptcy Code”), Rules 1007, 2002(m), 9007, and 9018 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and rules 1001-1, 1007-2, and 2002-1 of the Local Rules.

Background

6. On the date hereof (the “Petition Date”), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. The Debtors are authorized to operate their business and manage their property as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. The Debtors have contemporaneously filed a motion requesting procedural consolidation and joint administration of these chapter 11 cases pursuant to Bankruptcy Rule 1015(b). No request for the appointment of a trustee or examiner has been made in these chapter 11 cases, and no committees have been appointed or designated.

Basis for Relief

I. The Consolidated Creditor Matrix Is Appropriate and Should Be Approved

7. Section 521(a)(1)(A) of the Bankruptcy Code requires a debtor to file a list of creditors. 11 U.S.C. § 521(a)(1)(A). Additionally, Bankruptcy Rule 1007(a)(1) requires a debtor to file “a list containing the name and address of each entity included or to be included on Schedules D, E/F, G, and H.” Fed. R. Bank. P. 1007(a)(1). Likewise, Local Rule 1007-2(a) requires a debtor to file, together with its voluntary petition, a list containing the name and complete address of each creditor. Local Rule 2002-1(f)(v) further requires each debtor in jointly administered cases, or its duly retained claims and noticing agent, to maintain a separate creditor matrix for each debtor. *See* Del. Bankr. L.R. 2002-1(f)(v).

8. Local Rule 1001-1(c), however, authorizes the Court to modify the application of the Local Rules “in the interest of justice.” Del. Bankr. L.R. 1001-1(c). Additionally, section

105(a) of the Bankruptcy Code allows the Court to “issue any order, process, or judgment that is necessary or appropriate to carry out the provisions of this title.” 11 U.S.C. § 105(a).

9. The Debtors submit that permitting them to maintain the Consolidated Creditor Matrix, in lieu of filing a separate creditor matrix for each Debtor, is warranted in these Chapter 11 Cases. Requiring the Debtors to segregate and convert their computerized records to a Debtor-specific creditor matrix format would be an unnecessarily burdensome task and result in duplicate mailings. Furthermore, the Debtors have filed an application to retain and employ a claims and noticing agent contemporaneously with the filing of this Motion. If such application is granted, the claims and noticing agent will assist with, among other tasks, mailing of notices to parties. The Debtors believe that the Consolidated Creditor Matrix will be sufficient to allow their claims and noticing agent to provide notice to all creditors as well as applicable parties in interest during the Chapter 11 Cases, as required by Local Rule 1007-2.

II. The Consolidated Top 30 Creditors List Is Appropriate and Should Be Approved

10. Pursuant to Bankruptcy Rule 1007(d), a debtor must file, together with its voluntary petition, a list setting forth the names, addresses, and claim amounts of the creditors, excluding insiders, who hold the 20 largest unsecured claims in the debtor’s case. *See* Fed. R. Bankr. P. 1007(d).

11. To provide the Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”) with a clearer picture of the Debtors’ creditor constituency, however, the Debtors have prepared the Consolidated Top 30 Creditors List as opposed to a list of the twenty (20) largest unsecured creditors for each Debtor. One of the primary purposes of filing a list of a debtor’s largest unsecured creditors is to facilitate the U.S. Trustee’s evaluation of the types and amounts of unsecured claims asserted against a debtor so that the U.S. Trustee can make an informed decision when identifying potential candidates to serve on an official committee of

unsecured creditors. Because the Debtors' significant unsecured creditors are captured on the Consolidated Top 30 Creditors List, it will provide the U.S. Trustee with a sufficiently clear picture of the Debtors' unsecured creditor constituency.

12. In addition, the Consolidated Top 30 Creditors List will help alleviate administrative burdens, costs, and the possibility of duplicative service. Further, the Debtors submit that a single, consolidated list of the Debtors' 30 largest unsecured, non-insider creditors will aid the U.S. Trustee in its efforts to communicate with these creditors. Thus, the Debtors believe that filing a single consolidated list of the 30 largest unsecured creditors in these chapter 11 cases is warranted as Local Bankruptcy Rule 1001-1(c) permits modifications of the Local Bankruptcy Rules "in the interest of justice."

III. Certain Personal Identification Information Contained in Consolidated Creditor Matrix Should Be Redacted

13. Although the public has a common law "right of access to judicial proceedings and records," *Goldstein v. Forbes (In re Cendant Corp.)*, 260 F.3d 183, 192 (3d Cir. 2001), the Bankruptcy Code permits courts, in appropriate circumstances, to protect individuals from an undue risk of identity theft or other unlawful injury by limiting the public's access, placing papers under seal, or otherwise entering orders to prohibit the dissemination of sensitive information. *See* 11 U.S.C. § 107(c); *see also Cendant*, 260 F.3d at 194 (noting the public's right of access "is not absolute") (citation and internal quotation marks omitted); *Leucadia, Inc. v. Applied Extrusion Tech., Inc.*, 998 F.2d 157, 165 (3d Cir. 1993) ("Although the right of access is firmly entrenched, so also is the correlative principle that the right is not absolute.") (internal citation and quotation marks omitted).

14. Specifically, section 107 of the Bankruptcy Code enables a court to issue orders that protect parties from the potential harm that could result from disclosing confidential information. Section 107(b) of the Bankruptcy Code provides, in pertinent part, as follows:

On request of a party in interest, the bankruptcy court shall, and on the bankruptcy court's own motion, the bankruptcy court may protect an entity with respect to a trade secret or confidential research, development, or commercial information

11 U.S.C. § 107(b)(1); *see* Fed. R. Bankr. P. 9018 (same).

15. Additionally, section 107(c) of the Bankruptcy Code provides:

The bankruptcy court, for cause, may protect an individual, with respect to the following types of information to the extent the court finds that disclosure of such information would create undue risk of identity theft or other unlawful injury to the individual or the individual's property:

(A) Any means of identification (as defined in section 1028(d) of title 18 [of the United States Code]) contained in a paper filed, or to be filed, in a case under this title.

(B) Other information contained in a paper described in subparagraph (A).

11 U.S.C. § 107(c)(1).

16. Further, privacy protection regulations are being enacted in key jurisdictions, including the jurisdiction in which this court resides, namely Delaware. For instance, on June 30, 2023, the Delaware legislature enacted the Delaware Personal Data Privacy Act of 2023 (the "DPDPA"). If signed into law, the DPDPA will provide individuals domiciled in Delaware the right to request their collected personal information be deleted by entities subject to the regulation. *See* Del. H.B. 154, 152d Gen. Assem. § 12D-104(a)(3) (Del. June 30, 2023). Violators would risk injunctions and civil penalties of up to \$10,000 for each violation, with additional penalties for intentional violations. Del. H.B. § 12D-111(a); 29 Del. C. § 2522. The Act would apply to all business entities that produce products or services targeted to residents of Delaware that satisfy

either of the following criteria: (a) “[c]ontrolled or processed the personal data of not less than 35,000 consumers;” or (b) “[c]ontrolled or processed the personal data of not less than 10,000 consumers and derived more than 20 percent of their gross revenue from the sale of personal data.” Del. H.B. § 12D-103(a).

17. Similarly, the California Consumer Privacy Act (the “CCPA”) provides consumers the right to request that their collected personal information be deleted by entities subject to the CCPA, and subjects violators to the risk of injunction, and civil penalties of up to \$2,500 per violation, and up to \$7,500 per intentional violation. Cal. Civ. Code §§ 1798.105, 1798.155. The CCPA applies to all for profit entities doing business in California that collect and process consumers’ personal data and satisfy one of the following criteria: (a) annual gross revenue in excess of \$25 million; (b) buys, shares, receives, or sells the personal information of more than 50,000 consumers, households, or devices for commercial purposes; or (c) receives 50% of more of their annual revenues from selling consumers’ personal information.⁵ Cal. Civ. Code § 1798.140(d)(1). Bankruptcy courts have previously recognized that publishing certain unredacted documents on the docket could implicate serious issues under the CCPA.⁶

18. Here, the Debtors respectfully submit that cause exists to authorize the Debtors to redact from any paper filed or to be filed with the Court in these chapter 11 cases, including the Creditor Matrix, the home addresses of individual creditors—including the Debtors’ employees and former employees, and equity security holders—because such information could be used,

⁵ The Debtors’ headquarters is located in Burlingame, California, and in 2022, the Debtors had annual gross revenues in excess of the \$25 million threshold in the CCPA.

⁶ In *Pier 1 Imports*, Judge Huennekens noted: “the State of California has adopted very extensive privacy provisions that would cover something like this. And do we need -- I mean, and this does -- this company does business in California. I mean, there’re going to be concerns there, are there not?” Hr’g Tr. 43:2–6, *In re Pier 1 Imports, Inc.*, No. 20-30805 (KRH) (Bankr. E.D. Va. Mar. 13, 2020) [Docket No. 359].

among other things, to perpetrate identity theft, harassment, or stalking. Additionally, disclosure of such information risks violating the CCPA, thereby exposing the Debtors to potential civil liability and significant financial penalties. In addition, disclosing such information could be used by third parties, among other things, to perpetrate identity theft or locate survivors of domestic violence or stalking who have otherwise taken steps to conceal their whereabouts. This risk is not merely speculative. In at least one recent chapter 11 case, the abusive former partner of a debtor's employee exploited the publicly accessible creditor and employee information filed in the chapter 11 case to track the employee to her new address, which had not been publicly available until then, forcing the employee to change addresses again for her safety. The Debtors propose to provide an unredacted version of the Consolidated Creditor Matrix and any other redacted, applicable filings to the Court, the U.S. Trustee, counsel to any statutory committee appointed in these Chapter 11 Cases, and other parties in interest upon reasonable request.

19. Courts in this jurisdiction and others have granted the relief requested herein in other comparable chapter 11 cases. *See, e.g., In re Virgin Orbit Holdings, Inc., et al.*, No. 23-10405 (KBO) D.I. 59 (Bankr. D. Del. Apr. 05, 2023) (authorizing the debtors “to redact the residential addresses and email addresses of individual persons listed on the Creditor Matrix, Schedules and Statements, or other document filed.”); *In re Starry Grp. Holdings, Inc., et al.*, No. 23-10219 (KBO) D.I. 63 (Bankr. D. Del. Feb. 22, 2023) (authorizing the debtors to redact “the home addresses of individuals listed on the Consolidated Creditor Matrix, Schedules and Statements, or other document filed.”); *In re Debt Fin. Guar., LLC, et al.*, No. 23-10025 (KBO) D.I. 97 (Bankr. D. Del. Jan. 13, 2023) (authorizing the debtors “to redact the home addresses and email addresses of the Debtors’ employees and creditors who are individual persons from the Consolidated Creditor Matrix, the Consolidated Top 50 Creditors List, the Debtors’ Schedules and

Statements, and affidavits of service filed.”); *In re Vesta Holdings, LLC, et al.*, No. 22-11019 (LSS) D.I. 53 (Bankr. D. Del. Nov. 01, 2022) (authorizing the debtors to “redact the email addresses and home addresses of the Debtors’ employees, equity holders, customers, and creditors who are individual persons from the Consolidated Creditor Matrix, the Debtors’ Schedules, and affidavits of service filed.”).⁷

20. Recently, in addition to granting the requested relief, courts in this district have also stressed the importance of authorizing debtors to redact individual creditors’ personally identifiable information, including home addresses in particular. In overruling an objection by the U.S. Trustee in *Art Van Furniture* to relief similar to that which is being requested herein, Chief Judge Sontchi noted that the proposed redaction is not a “burden of proof” issue so “much as a common sense issue.” Hr’g Tr. at 25:6–7, *In re Art Van Furniture, LLC*, No. 20-10553 (CSS) (Bankr. D. Del. Mar. 10, 2020) [Docket No. 82].⁸ Judge Sontchi found that “at this point and given the risks associated with having any kind of private information out on the internet, [redaction] has really become routine [and] I think obvious relief.” *Id.* at 25:13–16. Similarly, in *Clover Technologies*, Judge Owens overruled the U.S. Trustee’s objection, noting that:

[t]o me it is common sense. I don’t need evidence that there is, at best, a risk of identity theft and worse a risk of personal injury from

⁷ See also *In re OSG Grp. Holdings, Inc., et al.*, No. 22-10718 (JTD) D.I. 78 (Bankr. D. Del. Aug. 09, 2022); *In re Collected Grp., LLC, et al.*, No. 21-10663 (LSS) D.I. 45 (Bankr. D. Del. Apr. 06, 2021); *In re Art Van Furniture, LLC*, No. 20-10553 (CSS) D.I. 78 (Bankr. D. Del. Mar. 10, 2020).

⁸ Similarly, Judge Sontchi previously overruled the U.S. Trustee’s objection to the redaction of individuals’ information and found that “it’s just plain common sense in 2019 -- soon to be 2020 -- to put as little information out as possible about people’s personal lives to present [sic] scams . . . [Identity theft is] a real-life issue, and, of course, the issue of domestic violence is extremely important.” Hr’g Tr. at 48:20–22, 49:3–5, *In re Anna Holdings*, No. 19-12551 (CSS) (Bankr. D. Del. Dec. 3, 2019) [Docket No. 112].

Notably, Judge Sontchi acknowledged that “the world is very different from [the 1980s] when you and I started practice with the problems of identity theft” and that his perspective had evolved in that he was not previously aware of “the dangers associated with this kind of information becoming public.” See Hr’g Tr. at 45:25-46:2, 47:22–24. The Debtors reserve the right to supplement the record with respect to such risks insofar as they are not self-evident in this instance. *Id.*

listing someone's name and address on the internet by way of the court's electronic case filing system and, of course, the claims agent's website The court can completely avoid contributing to the risk by redacting the addresses. And while there is, of course, an important right of access we routinely redact sensitive and confidential information for corporate entities and redact individual's home addresses.

Hr'g Tr. at 24:21-25, 25:9-10, *In re Clover Techs. Grp., LLC*, No. 19-12680 (KBO) (Bankr. D. Del. Jan. 22, 2020) [Docket No. 146]. And, in *Forever 21*, in overruling the U.S. Trustee's objection, Judge Gross found that “[w]e live in a new age in which the theft of personal identification is a real risk, as is injury to persons who, for personal reasons, seek to have their addresses withheld.” Hr'g Tr. at 60:22–25, *In re Forever 21, Inc.*, No. 19-12122 (KG) (Bankr. D. Del. Dec. 19, 2019) [Docket No. 605].

21. For these reasons, the Debtors respectfully submit that cause exists to authorize the Debtors to seal, pursuant to 11 U.S.C. § 107(c)(1) and in compliance with the CCPA, personally identifiable information—including email addresses and home addresses—in respect of the Debtors' individual creditors (including employees) and interest holders who are listed on the Consolidated Creditor Matrix or any other document filed with the Court. Absent such relief, the Debtors would unnecessarily render individuals more susceptible to identity theft and could jeopardize the safety of individuals by publishing their home addresses.

Compliance with Local Rule 9018-1(d)(IV)

22. Under the circumstances, and given the nature of the relief requested herein, the Debtors have not been able to confer with the individuals whose information is requested to be sealed and, accordingly, the Debtors submit that there is cause to excuse the Debtors from the meet and confer obligations under Local Rule 9018-1(d).

Notice

23. The Debtors will provide notice of this Motion to: (a) the Office of the United States Trustee for the District of Delaware; (b) the holders of the 30 largest unsecured claims against the Debtors (on a consolidated basis); (c) the United States Attorney's Office for the District of Delaware; (d) the Internal Revenue Service; (e) the state attorneys general for states in which the Debtors conduct business; (f) the Securities and Exchange Commission; (g) counsel to the Cowen Parties; (h) counsel to Bank of America; and (i) any party that has requested notice pursuant to Bankruptcy Rule 2002. Notice of this Motion and any order entered hereon will be served in accordance with Local Rule 9013-1(m). The Debtors submit that, in light of the nature of the relief requested, no other or further notice need be given.

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WHEREFORE, the Debtors respectfully request that the Court enter the [Proposed Orders] granting the relief requested herein and such other relief as the Court deems appropriate under the circumstances.

Dated: August 07, 2023
Wilmington, Delaware

Respectfully submitted,

**YOUNG CONAWAY STARGATT &
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/s/ Andrew L. Magaziner

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*Proposed Counsel to the Debtors and
Debtors in Possession*

Exhibit A

Proposed Order

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

In re:)	
)	Chapter 11
)	
PROTERRA INC, <i>et al.</i> , ¹)	Case No. 23-11120 (___)
)	
Debtors.)	(Jointly Administered)
)	
)	Re: Docket No. __

ORDER AUTHORIZING THE DEBTORS TO FILE A CONSOLIDATED (A) CREDITOR MATRIX AND (B) LIST OF THE 30 LARGEST UNSECURED CREDITORS; (II) AUTHORIZING REDACTION OF CERTAIN PERSONAL IDENTIFICATION INFORMATION; AND (III) GRANTING RELATED RELIEF

Upon the motion (the “Motion”) of the Debtors² for entry of an order (this “Order”) (a) authorizing the Debtors to a file a consolidated list of creditors (the “Consolidated Creditor Matrix”) in lieu of submitting separate mailing matrices for each Debtor, (b) authorizing the Debtors to file a consolidated list of the Debtors’ 30 largest unsecured creditors (the “Consolidated Top 30 Creditors List”) in lieu of submitting separate lists for each Debtor, (c) authorizing the Debtors to redact certain personal identification information, including, but not limited to, filing the portions of the Consolidated Creditor Matrix containing home addresses and email addresses of the Debtors’ former and current employees under seal, (d) authorizing the Debtors to provide the sealed Consolidated Creditor Matrix to the Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”), any official committee appointed in these chapter 11 cases and any other party upon Court order, and (e) granting related relief, all as more

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

² Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion.

fully set forth in the Motion; and upon the First Day Declaration; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and this Court having found that it may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the relief requested in the Motion is in the best interests of the Debtors' estates, their creditors, and other parties in interest; and this Court having found that the Debtors' notice of the Motion and opportunity for a hearing on the Motion were appropriate under the circumstances and no other notice need be provided; and this Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing, if any, before this Court (the "Hearing"); and this Court having determined that the legal and factual bases set forth in the Motion and at the Hearing, if any, establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is **HEREBY ORDERED THAT**:

1. The Motion is **GRANTED** on a final basis as set forth herein.
2. The Debtors are authorized, but not directed, to submit the Consolidated Creditor Matrix. The requirements of section 521(a)(1)(A) of the Bankruptcy Code, Bankruptcy Rule 1007(a)(1), and Local Rules 1007-2(a) and 2002-1(f)(v) that separate mailing matrices and lists of creditors be submitted for each Debtor are waived; provided, however, that if any of these chapter 11 cases convert to a case under chapter 7 of the Bankruptcy Code, the applicable Debtor shall file its own creditor mailing matrix.

3. The Debtors are further authorized to file the Consolidated Top 30 Creditors List in lieu of each Debtor filing a list of its 20 largest unsecured creditors.

4. The Debtors are further authorized to redact the home addresses and email addresses of individuals listed on the Consolidated Creditor Matrix or any other document filed with the Court, including affidavits of service. The Debtors shall provide an unredacted version of the Consolidated Creditor Matrix, and any other filings redacted pursuant to this Order to (i) this Court, the U.S. Trustee, and counsel to any statutory committee appointed in the Chapter 11 Cases, (ii) in the Debtors' sole discretion, any party in interest upon a request to the Debtors (email is sufficient), or to this Court that is reasonably related to the Chapter 11 Cases, subject to the restrictions of the CCPA, or as otherwise ordered by this Court; *provided* that any receiving party shall not transfer or otherwise provide such unredacted document to any person or entity not party to the request. The Debtors shall cause such list to be made available in readable electronic format (or in non-electronic format at such requesting party's sole cost and expense). The Debtors shall inform the U.S. Trustee promptly after denying any request for an unredacted document pursuant to this Order.

5. Nothing in this Order shall waive or otherwise limit the service of any document upon or the provision of any notice to any individual solely because such individual's personally identifiable information is sealed or redacted pursuant to this Order, and service shall be made upon individuals at their home addresses. Service of all documents and notices upon individuals whose personally identifiable information is sealed or redacted pursuant to this Order shall be confirmed in the corresponding certificate of service, which may redact the individuals' home and email addresses. The Debtors shall provide the personally identifiable information to any party in

interest that files a motion that indicates the reason such information is needed and that, after notice and a hearing, is granted by this Court.

6. Notice of the Motion as provided therein is hereby deemed good and sufficient notice of such Motion, and the requirements of Bankruptcy Rule 6004(a) and the Local Rules are satisfied by such notice.

7. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion.

8. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.