

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

Prodigy Investments Holdings, Inc.,

Reorganized Debtor.¹

Chapter 11

Case No. 23–11120 (BLS)

(Jointly Administered)

Re: Docket No. 1264, 1442 & 1449

**CERTIFICATION OF COUNSEL REGARDING ORDER GRANTING
MOTION OF GS OPERATING, LLC D/B/A GEXPRO SERVICES FOR
ALLOWANCE AND PAYMENT OF AN ADMINISTRATIVE CLAIM**

The undersigned counsel to GS Operating, LLC d/b/a Gexpro Services (“Gexpro”) hereby certifies that:

1. On April 12, 2024, Gexpro filed the *Motion of GS Operating, LLC d/b/a Gexpro Services for Allowance and Payment of an Administrative Expense Claim* (D.I. 1264) (the “Motion”).

2. Pursuant to the notice filed with the Motion, objections to the Motion were due by April 26, 2024, at 4:00 p.m. (ET) (the “Objection Deadline”). The Objection Deadline was extended for the distribution trustee of the PTR A Distribution Trust (the “Distribution Trustee”) to October 9, 2024.

3. Before its extended Objection Deadline, the Distribution Trustee filed *The Distribution Trustee’s Objection and Response to Motion of GS Operating, LLC d/b/a Gexpro Services for Allowance and Payment of an Administrative Expense Claim* (D.I. 1442).

¹ The Reorganized Debtor in this chapter 11 case (f/k/a Proterra Inc.), along with the last four digits of the Reorganized Debtor’s federal tax identification number is: Prodigy Investments Holdings, Inc. (9565). The location of the Reorganized Debtor’s service address is: 3350 Virginia St., 2nd Floor, Miami, FL 33133.



4. Other than the Distribution Trustee's objection, no party has filed an objection or other responsive pleading to the Motion.

5. Gexpro has resolved the Distribution Trustee's objection through revisions to the proposed form order attached hereto as **Exhibit A**.

6. A redline of the revised proposed form of order against the version of the order filed with the Motion is attached hereto as **Exhibit B**. Counsel for the Distribution Trustee has reviewed the revised proposed form of order and does not object to its entry.

WHEREFORE, Gexpro respectfully requests that the Court enter the revised form of order attached as **Exhibit A** at its earliest convenience.

Dated: November 18, 2024

SAUL EWING LLP

/s/ Paige N. Topper

John D. Demmy (DE Bar No. 2802)

Paige N. Topper (DE Bar No. 6470)

1201 N. Market Street, Suite 2300

P.O. Box 1266

Wilmington, DE 19899

Telephone: (302) 421-6800

Email: john.demmy@saul.com

paige.topper@saul.com

EXHIBIT A

Revised Proposed Order

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

In re:

Prodigy Investments Holdings, Inc.,

Reorganized Debtor.¹

Chapter 11

Case No. 23–11120 (BLS)

(Jointly Administered)

Re: Docket No. 1264, 1442 & 1449

**ORDER GRANTING MOTION OF GS OPERATING, LLC D/B/A
GEXPRO SERVICES FOR ALLOWANCE AND PAYMENT OF AN
ADMINISTRATIVE CLAIM**

Upon consideration of the *Motion of GS Operating, LLC d/b/a Gexpro Services for Allowance and Payment of an Administrative Claim* (the “Motion”)²; and the Court, having found that notice of the Motion and of the hearing on the Motion was timely, proper and adequate under all applicable rules of procedure; and the Court, having found that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor; it is hereby ORDERED, that:

1. The Motion is GRANTED to the extent set forth herein.
2. Gexpro is hereby granted an allowed administrative claim in the amount of \$55,000 and a general unsecured claim in the amount of \$75,000 (collectively, the “Allowed Claim”). The claim asserted in the Motion is otherwise disallowed.

¹ The Reorganized Debtor in this chapter 11 case (f/k/a Proterra Inc.), along with the last four digits of the Reorganized Debtor’s federal tax identification number is: Prodigy Investments Holdings, Inc. (9565). The location of the Reorganized Debtor’s service address is: 3350 Virginia St., 2nd Floor, Miami, FL 33133.

² Capitalized terms used but not defined herein are defined in the Motion.

3. In full, complete, and final satisfaction of the Allowed Claim, the Allowed Claim shall be treated pursuant to, and in accordance with, the *Fifth Amended Joint Chapter 11 Plan of Reorganization for Proterra Inc. and its Debtor Affiliate* (D.I. 1154).

4. The Distribution Trustee and PTR A Trust shall and do hereby withdraw, release, and waive any and all claims, objections, disputes, causes of action (including claims under chapter 5 of the Bankruptcy Code) and any other obligation(s) of any kind or nature, known or unknown, direct or indirect, against Gexpro and its assigns and successors in interest arising from or related to the Allowed Claim or the Motion.

5. Gexpro shall and does hereby withdraw, release, and waive any and all proofs of claim, claims, causes of action and any other obligation of any kind or nature, known or unknown, direct or indirect, against the Debtors' estate, the PTR A Trust, the Distribution Trustee and each of their assigns, administrators and successors in interest, other than the Allowed Claim (which Allowed Claim shall be treated per paragraph 3 above); provided, however, that this paragraph does not release or waive any claims, causes of action or any other obligation that Gexpro may have against Volvo Battery Solutions LLC or its assigns.

6. The Court shall retain jurisdiction over any and all issues arising from or related to the implementation and interpretation of this Order.

EXHIBIT B

Blackline – Revised Proposed Order

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

In re:

Prodigy Investments Holdings, Inc.,

Reorganized Debtor.¹

Chapter 11

Case No. 23–11120 (BLS)

(Jointly Administered)

Re: Docket No. ~~—~~[1264, 1442 & 1449](#)

**ORDER GRANTING MOTION OF GS OPERATING, LLC D/B/A
GEXPRO SERVICES FOR ALLOWANCE AND PAYMENT OF AN
ADMINISTRATIVE CLAIM**

Upon consideration of the *Motion of GS Operating, LLC d/b/a Gexpro Services for Allowance and Payment of an Administrative Claim* (the “Motion”)²; and the Court, having found that notice of the Motion and of the hearing on the Motion was timely, proper and adequate under all applicable rules of procedure; and the Court, having found that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor; it is hereby ORDERED, that:

1. ~~1.~~ The Motion is GRANTED to the extent set forth herein.
2. ~~2.~~ Gexpro is hereby granted an allowed administrative claim in the amount of \$~~1,070,258.00~~ 55,000 and a general unsecured claim in the amount of \$75,000 (collectively, the “Allowed Claim”). The claim asserted in the Motion is otherwise disallowed.

¹ The Reorganized Debtor in this chapter 11 case (f/k/a Proterra Inc.), along with the last four digits of the Reorganized Debtor’s federal tax identification number is: Prodigy Investments Holdings, Inc. (9565). The location of the Reorganized Debtor’s service address is: 3350 Virginia St., 2nd Floor, Miami, FL 33133.

² Capitalized terms used but not defined herein are defined in the Motion.

3. In full, complete, and final satisfaction of the Allowed Claim, the Allowed Claim shall be treated pursuant to, and in accordance with, the *Fifth Amended Joint Chapter 11 Plan of Reorganization for Proterra Inc. and its Debtor Affiliate* (D.I. 1154).

4. The Distribution Trustee and PTR A Trust shall and do hereby withdraw, release, and waive any and all claims, objections, disputes, causes of action (including claims under chapter 5 of the Bankruptcy Code) and any other obligation(s) of any kind or nature, known or unknown, direct or indirect, against Gexpro and its assigns and successors in interest arising from or related to the Allowed Claim or the Motion.

5. Gexpro shall and does hereby withdraw, release, and waive any and all proofs of claim, claims, causes of action and any other obligation of any kind or nature, known or unknown, direct or indirect, against the Debtors' estate, the PTR A Trust, the Distribution Trustee and each of their assigns, administrators and successors in interest, other than the Allowed Claim (which Allowed Claim shall be treated per paragraph 3 above); provided, however, that this paragraph does not release or waive any claims, causes of action or any other obligation that Gexpro may have against Volvo Battery Solutions LLC or its assigns.

6. ~~3.~~ The Court shall retain jurisdiction over any and all issues arising from or related to the implementation and interpretation of this Order.