

Fill in this information to identify the case:

Debtor Proterra Operating Company, Inc.

United States Bankruptcy Court for the: _____ District of Delaware
(State)

Case number 23-11121

**Official Form 410
Proof of Claim**

04/22

Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy case. Do not use this form to make a request for payment of an administrative expense. Make such a request according to 11 U.S.C. § 503.

Filers must leave out or redact information that is entitled to privacy on this form or on any attached documents. Attach redacted copies or any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. **Do not send original documents;** they may be destroyed after scanning. If the documents are not available, explain in an attachment.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Fill in all the information about the claim as of the date the case was filed. That date is on the notice of bankruptcy (Form 309) that you received.

Part 1: Identify the Claim

<p>1. Who is the current creditor?</p>	<p><u>AFL Telecommunications, LLC</u> Name of the current creditor (the person or entity to be paid for this claim)</p> <p>Other names the creditor used with the debtor _____</p>	
<p>2. Has this claim been acquired from someone else?</p>	<p><input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes. From whom? _____</p>	
<p>3. Where should notices and payments to the creditor be sent?</p> <p>Federal Rule of Bankruptcy Procedure (FRBP) 2002(g)</p>	<p>Where should notices to the creditor be sent?</p> <p>AFL Telecommunications, LLC Erika R. Barnes, Esq. Stites and Harbison, PLLC 401 Commerce St., Suite 800 Nashville, TN 37122, United States</p> <p>Contact phone <u>6157822252</u></p> <p>Contact email <u>ebarnes@stites.com</u></p>	<p>Where should payments to the creditor be sent? (if different)</p> <p>AFL Telecommunications, LLC Rachelle Khan 170 Ridgeview Center Drive Duncan, SC 29334, United States</p> <p>Contact phone <u>8648486127</u></p> <p>Contact email <u>rachelle.khan@aflglobal.com</u></p> <p>Uniform claim identifier for electronic payments in chapter 13 (if you use one): _____</p>
<p>4. Does this claim amend one already filed?</p>	<p><input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes. Claim number on court claims registry (if known) _____ Filed on _____ MM / DD / YYYY</p>	
<p>5. Do you know if anyone else has filed a proof of claim for this claim?</p>	<p><input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes. Who made the earlier filing? _____</p>	



Part 2: Give Information About the Claim as of the Date the Case Was Filed

6. Do you have any number you use to identify the debtor? No
 Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: ____ _

7. How much is the claim? \$ 87322.73. Does this amount include interest or other charges?
 No
 Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).

8. What is the basis of the claim? Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card.
Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c).
Limit disclosing information that is entitled to privacy, such as health care information.
Goods sold

9. Is all or part of the claim secured? No
 Yes. The claim is secured by a lien on property.
Nature or property:
 Real estate: If the claim is secured by the debtor's principle residence, file a *Mortgage Proof of Claim Attachment* (Official Form 410-A) with this *Proof of Claim*.
 Motor vehicle
 Other. Describe: _____
Basis for perfection: _____
Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.)
Value of property: \$ _____
Amount of the claim that is secured: \$ _____
Amount of the claim that is unsecured: \$ _____ (The sum of the secured and unsecured amount should match the amount in line 7.)
Amount necessary to cure any default as of the date of the petition: \$ _____
Annual Interest Rate (when case was filed) _____ %
 Fixed
 Variable

10. Is this claim based on a lease? No
 Yes. Amount necessary to cure any default as of the date of the petition. \$ _____

11. Is this claim subject to a right of setoff? No
 Yes. Identify the property: _____



12. Is all or part of the claim entitled to priority under 11 U.S.C. § 507(a)?

A claim may be partly priority and partly nonpriority. For example, in some categories, the law limits the amount entitled to priority.

No

Yes. Check all that apply:

	Amount entitled to priority
<input type="checkbox"/> Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).	\$ _____
<input type="checkbox"/> Up to \$3,350* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7).	\$ _____
<input type="checkbox"/> Wages, salaries, or commissions (up to \$15,150*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4).	\$ _____
<input type="checkbox"/> Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8).	\$ _____
<input type="checkbox"/> Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5).	\$ _____
<input type="checkbox"/> Other. Specify subsection of 11 U.S.C. § 507(a)(____) that applies.	\$ _____

* Amounts are subject to adjustment on 4/01/25 and every 3 years after that for cases begun on or after the date of adjustment.

13. Is all or part of the claim entitled to administrative priority pursuant to 11 U.S.C. 503(b)(9)?

No

Yes. Indicate the amount of your claim arising from the value of any goods received by the debtor within 20 days before the date of commencement of the above case, in which the goods have been sold to the Debtor in the ordinary course of such Debtor's business. Attach documentation supporting such claim.

\$ 46007.79

Part 3: Sign Below

The person completing this proof of claim must sign and date it. FRBP 9011(b).

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Check the appropriate box:

I am the creditor.

I am the creditor's attorney or authorized agent.

I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.

I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgement that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* and have reasonable belief that the information is true and correct.

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

Executed on date 10/26/2023
MM / DD / YYYY

/s/Rachelle Khan
Signature

Print the name of the person who is completing and signing this claim:

Name Rachelle Khan
First name Middle name Last name

Title Corporate Controller

Company AFL Telecommunications LLC
Identify the corporate servicer as the company if the authorized agent is a servicer.

Address _____

Contact phone _____ Email _____



KCC ePOC Electronic Claim Filing Summary

For phone assistance: Domestic (888) 251-3076 | International (310) 751-2617

Debtor: 23-11121 - Proterra Operating Company, Inc.		
District: District of Delaware		
Creditor: AFL Telecommunications, LLC Erika R. Barnes, Esq. Stites and Harbison, PLLC 401 Commerce St. Suite 800 Nashville, TN, 37122 United States Phone: 6157822252 Phone 2: Fax: Email: ebarnes@stites.com	Has Supporting Documentation: Yes, supporting documentation successfully uploaded	
	Related Document Statement:	
	Has Related Claim: No Related Claim Filed By:	
Filing Party: Creditor		
Disbursement/Notice Parties: AFL Telecommunications, LLC Rachelle Khan 170 Ridgeview Center Drive Duncan, SC, 29334 United States Phone: 8648486127 Phone 2: Fax: E-mail: rachelle.khan@afglobal.com DISBURSEMENT ADDRESS		
Other Names Used with Debtor:	Amends Claim: No Acquired Claim: No	
Basis of Claim: Goods sold	Last 4 Digits: No	Uniform Claim Identifier:
Total Amount of Claim: 87322.73	Includes Interest or Charges: No	
Has Priority Claim: No	Priority Under:	
Has Secured Claim: No Amount of 503(b)(9): Yes: 46007.79 Based on Lease: No Subject to Right of Setoff: No	Nature of Secured Amount: Value of Property: Annual Interest Rate: Arrearage Amount: Basis for Perfection: Amount Unsecured:	
Submitted By: Rachelle Khan on 26-Oct-2023 3:45:09 p.m. Eastern Time Title: Corporate Controller Company: AFL Telecommunications LLC		



170 Ridgeview Center Drive
 Duncan, SC29334
 864.433.0333 FAX: 864.433.5560

Page	Invoice Date	Number
1 of 1	08/01/23	2001517009
PLEASE REMIT PAYMENT TO:		
AFL Telecommunications LLC PO Box 745735 Atlanta, GA 30374-5735		
Electronic Funds Transfer to: Bank of America Account Number: 223015363043 ACH ABA# 053904483 Wire ABA# 026009593 Swift: BOFAUS3N (USD) / BOFAUS6S (Non-USD)		

SOLD TO: 54469

SHIP TO:

PROTERRA OPERATING COMPANY INC
 1 Whitlee Ct
 Greenville SC 29607

PROTERRA OPERATING COMPANY INC
 1 Whitlee Ct
 Greenville SC 29607

Customer Number
54469
Representative
R. Lloyd

Ship Date	Reference
08/01/23	2662678

Customer PO Number	Due Date	Terms	Ship Via	Shipping Reference
805096	09/30/23	Net 60	SEE NOTES	8/1/23MC9

Cust PO Line Num	Inv Line	Description	Quantity Ordered	Quantity Invoice	UOM	UNIT	Extended Amount
1	1	012857 (MC)012857 MOTOR TRANS(AIR) 1NB 356T6 Wright Pack Slip Reference: 6431889	40	31	EA	373.4900	11,578.19

If you are tax exempt and deduct tax from payment, you must supply a tax exemption certificate with payment.						Sub Total	11,578.19
By accepting delivery, or by tendering payment for whole or any part of the products ordered hereunder, customer expressly agrees and assents to AFL's terms and conditions, which are available at https://www.aflglobal.com/Resources/Other-Resources/Terms-and-Conditions.aspx And to all terms contained in this invoice.						Shipping Charges	0.00
						Tax	0.00
						Invoice Total	11,578.19
						Currency	USD



170 Ridgeview Center Drive
 Duncan, SC29334
 864.433.0333 FAX: 864.433.5560

Page	Invoice Date	Number
1 of 1	08/01/23	2001517129
PLEASE REMIT PAYMENT TO:		
AFL Telecommunications LLC PO Box 745735 Atlanta, GA 30374-5735		
Electronic Funds Transfer to: Bank of America Account Number: 223015363043 ACH ABA# 053904483 Wire ABA# 026009593 Swift: BOFAUS3N (USD) / BOFAUS6S (Non-USD)		

SOLD TO: 54469

SHIP TO:

PROTERRA OPERATING COMPANY INC
 1 Whitlee Ct
 Greenville SC 29607

PROTERRA OPERATING COMPANY INC
 1605 POPLAR DR EXT
 Greer SC 29651

Customer Number
54469
Ship Date
08/01/23
Reference
2727416
Representative
C. Garrett

Customer PO Number	Due Date	Terms	Ship Via	Shipping Reference
GEM817494	09/30/23	Net 60	SEE NOTES	MC24080123

Cust PO Line Num	Inv Line	Description	Quantity Ordered	Quantity Invoice	UOM	UNIT	Extended Amount
2	5	012857 (MC)012857 MOTOR TRANS(AIR) 1NB 356T6 Wright Pack Slip Reference: 6431890	21	21	EA	430.3700	9,037.77
3	1	012857 (MC)012857 MOTOR TRANS(AIR) 1NB 356T6 Wright Pack Slip Reference: 6432102	21	17	EA	430.3700	7,316.29
3	4	012857 (MC)012857 MOTOR TRANS(AIR) 1NB 356T6 Wright Pack Slip Reference: 6431890	21	4	EA	430.3700	1,721.48
4	3	012857 (MC)012857 MOTOR TRANS(AIR) 1NB 356T6 Wright Pack Slip Reference: 6432102	21	21	EA	430.3700	9,037.77
5	2	012857 (MC)012857 MOTOR TRANS(AIR) 1NB 356T6 Wright Pack Slip Reference: 6432102	21	17	EA	430.3700	7,316.29

If you are tax exempt and deduct tax from payment, you must supply a tax exemption certificate with payment.		Sub Total	34,429.60
By accepting delivery, or by tendering payment for whole or any part of the products ordered hereunder, customer expressly agrees and assents to AFL's terms and conditions, which are available at https://www.afglobal.com/Resources/Other-Resources/Terms-and-Conditions.aspx And to all terms contained in this invoice.		Shipping Charges	0.00
		Tax	0.00
		Invoice Total	34,429.60
		Currency	USD



170 Ridgeview Center Drive
 Duncan, SC29334
 864.433.0333 FAX: 864.433.5560

Page	Invoice Date	Number
1 of 1	06/01/23	2001494886
PLEASE REMIT PAYMENT TO:		
AFL Telecommunications LLC PO Box 745735 Atlanta, GA 30374-5735		
Electronic Funds Transfer to: Bank of America Account Number: 223015363043 ACH ABA# 053904483 Wire ABA# 026009593 Swift: BOFAUS3N (USD) / BOFAUS6S (Non-USD)		

SOLD TO: 54469

SHIP TO:

PROTERRA OPERATING COMPANY INC
 1 Whitlee Ct
 Greenville SC 29607

PROTERRA OPERATING COMPANY INC
 1 Whitlee Ct
 Greenville SC 29607

Customer PO Number		Due Date	Terms	Ship Via	Shipping Reference			
SRG820568		07/31/23	Net 60	SEE NOTES	6/1/23MC12			
Cust PO Line Num	Inv Line	Description	Quantity Ordered	Quantity Invoice	UOM	UNIT	Extended Amount	
1	1	012857 (MC) 012857 MOTOR TRANS (AIR) 1NB 356T6 Wright Pack Slip Reference: 6220172	2	2	EA	430.3700	860.74	
If you are tax exempt and deduct tax from payment, you must supply a tax exemption certificate with payment.						Sub Total	860.74	
By accepting delivery, or by tendering payment for whole or any part of the products ordered hereunder, customer expressly agrees and assents to AFL's terms and conditions, which are available at https://www.aflglobal.com/Resources/Other-Resources/Terms-and-Conditions.aspx And to all terms contained in this invoice.						Shipping Charges	0.00	
						Tax	0.00	
						Invoice Total	860.74	
						Currency	USD	

Customer Number

54469

Ship Date

06/01/23

Reference

2745885

Representative

C. Garrett



170 Ridgeview Center Drive
 Duncan, SC29334
 864.433.0333 FAX: 864.433.5560

Page	Invoice Date	Number
1 of 1	06/01/23	2001494884
PLEASE REMIT PAYMENT TO:		
AFL Telecommunications LLC PO Box 745735 Atlanta, GA 30374-5735		
Electronic Funds Transfer to: Bank of America Account Number: 223015363043 ACH ABA# 053904483 Wire ABA# 026009593 Swift: BOFAUS3N (USD) / BOFAUS6S (Non-USD)		

SOLD TO: 54469

SHIP TO:

PROTERRA OPERATING COMPANY INC
 1 Whitlee Ct
 Greenville SC 29607

PROTERRA OPERATING COMPANY INC
 1 Whitlee Ct
 Greenville SC 29607

Customer Number
54469
Representative
R. Lloyd

Ship Date	Reference
06/01/23	2662678

Customer PO Number	Due Date	Terms	Ship Via	Shipping Reference
805096	07/31/23	Net 60	SEE NOTES	6/1/23MC12

Cust PO Line Num	Inv Line	Description	Quantity Ordered	Quantity Invoice	UOM	UNIT	Extended Amount
1	1	012857 (MC)012857 MOTOR TRANS(AIR) 1NB 356T6 Wright Pack Slip Reference: 6220172	40	9	EA	373.4900	3,361.41

If you are tax exempt and deduct tax from payment, you must supply a tax exemption certificate with payment. By accepting delivery, or by tendering payment for whole or any part of the products ordered hereunder, customer expressly agrees and assents to AFL's terms and conditions, which are available at https://www.afglobal.com/Resources/Other-Resources/Terms-and-Conditions.aspx And to all terms contained in this invoice.	Sub Total	3,361.41
	Shipping Charges	0.00
	Tax	0.00
	Invoice Total	3,361.41
	Currency	USD



170 Ridgeview Center Drive
 Duncan, SC29334
 864.433.0333 FAX: 864.433.5560

Page	Invoice Date	Number
1 of 1	06/01/23	2001494720
PLEASE REMIT PAYMENT TO:		
AFL Telecommunications LLC PO Box 745735 Atlanta, GA 30374-5735		
Electronic Funds Transfer to: Bank of America Account Number: 223015363043 ACH ABA# 053904483 Wire ABA# 026009593 Swift: BOFAUS3N (USD) / BOFAUS6S (Non-USD)		

SOLD TO: 54469

SHIP TO:

PROTERRA OPERATING COMPANY INC
 1 Whitlee Ct
 Greenville SC 29607

PROTERRA OPERATING COMPANY INC
 1605 POPLAR DR EXT
 Greer SC 29651

Customer Number
54469

Ship Date	Reference	Representative
06/01/23	2727416	C. Garrett

Customer PO Number	Due Date	Terms	Ship Via	Shipping Reference
GEM817494	07/31/23	Net 60	SEE NOTES	6/1/23MC14

Cust PO Line Num	Inv Line	Description	Quantity Ordered	Quantity Invoice	UOM	UNIT	Extended Amount
1	1	012857 (MC) 012857 MOTOR TRANS(AIR) 1NB 356T6 Wright Pack Slip Reference: 6220188	17	17	EA	430.3700	7,316.29

If you are tax exempt and deduct tax from payment, you must supply a tax exemption certificate with payment.						Sub Total	7,316.29
By accepting delivery, or by tendering payment for whole or any part of the products ordered hereunder, customer expressly agrees and assents to AFL's terms and conditions, which are available at https://www.aflglobal.com/Resources/Other-Resources/Terms-and-Conditions.aspx And to all terms contained in this invoice.						Shipping Charges	0.00
						Tax	0.00
						Invoice Total	7,316.29
						Currency	USD



170 Ridgeview Center Drive
 Duncan, SC29334
 864.433.0333 FAX: 864.433.5560

Page	Invoice Date	Number
1 of 1	06/01/23	2001494885
PLEASE REMIT PAYMENT TO:		
AFL Telecommunications LLC PO Box 745735 Atlanta, GA 30374-5735		
Electronic Funds Transfer to: Bank of America Account Number: 223015363043 ACH ABA# 053904483 Wire ABA# 026009593 Swift: BOFAUS3N (USD) / BOFAUS6S (Non-USD)		

SOLD TO: 54469

SHIP TO:

PROTERRA OPERATING COMPANY INC
 1 Whitlee Ct
 Greenville SC 29607

PROTERRA OPERATING COMPANY INC
 1 Whitlee Ct
 Greenville SC 29607

Customer Number
54469
Representative
C. Garrett

Ship Date	Reference
06/01/23	2679341

Customer PO Number	Due Date	Terms	Ship Via	Shipping Reference
807689	07/31/23	Net 60	SEE NOTES	6/1/23MC12

Cust PO Line Num	Inv Line	Description	Quantity Ordered	Quantity Invoice	UOM	UNIT	Extended Amount
1	1	012857 (MC) 012857 MOTOR TRANS(AIR) 1NB 356T6 Wright Pack Slip Reference: 6220172	75	75	EA	397.0200	29,776.50

If you are tax exempt and deduct tax from payment, you must supply a tax exemption certificate with payment.						Sub Total	29,776.50
By accepting delivery, or by tendering payment for whole or any part of the products ordered hereunder, customer expressly agrees and assents to AFL's terms and conditions, which are available at https://www.afglobal.com/Resources/Other-Resources/Terms-and-Conditions.aspx And to all terms contained in this invoice.						Shipping Charges	0.00
						Tax	0.00
						Invoice Total	29,776.50
						Currency	USD



170 Ridgeview Center Drive
 Duncan, SC29334
 864.433.0333 FAX: 864.433.5560

Page	Invoice Date	Number
1 of 1	08/08/23	2001519694
PLEASE REMIT PAYMENT TO:		
AFL Telecommunications LLC PO Box 745735 Atlanta, GA 30374-5735		
Electronic Funds Transfer to: Bank of America Account Number: 223015363043 ACH ABA# 053904483 Wire ABA# 026009593 Swift: BOFAUS3N (USD) / BOFAUS6S (Non-USD)		

SOLD TO: 54469

SHIP TO:

PROTERRA OPERATING COMPANY INC
 1 Whitlee Ct
 Greenville SC 29607

PROTERRA OPERATING COMPANY INC
 1605 POPLAR DR EXT
 Greer SC 29651

Customer PO Number		Due Date	Terms	Ship Via	Shipping Reference			
GEM817494		10/07/23	Net 60	SEE NOTES	8/8/23MC1			
Cust PO Line Num	Inv Line	Description	Quantity Ordered	Quantity Invoice	UOM	UNIT	Extended Amount	
5	2	012857 (MC)012857 MOTOR TRANS(AIR) 1NB 356T6 Wright Pack Slip Reference: 6443694	21	4	EA	430.3700	1,721.48	
6	3	012857 (MC)012857 MOTOR TRANS(AIR) 1NB 356T6 Wright Pack Slip Reference: 6443694	21	21	EA	430.3700	9,037.77	
7	1	012857 (MC)012857 MOTOR TRANS(AIR) 1NB 356T6 Wright Pack Slip Reference: 6443694	21	21	EA	430.3700	9,037.77	
If you are tax exempt and deduct tax from payment, you must supply a tax exemption certificate with payment.							Sub Total	19,797.02
By accepting delivery, or by tendering payment for whole or any part of the products ordered hereunder, customer expressly agrees and assents to AFL's terms and conditions, which are available at https://www.aflglobal.com/Resources/Other-Resources/Terms-and-Conditions.aspx And to all terms contained in this invoice.							Shipping Charges	0.00
							Tax	0.00
							Invoice Total	19,797.02
							Currency	USD

Ship Date	Reference	Customer Number	Representative
08/08/23	2727416	54469	C. Garrett



170 Ridgeview Center Drive
 Duncan, SC29334
 864.433.0333 FAX: 864.433.5560

Page	Invoice Date	Number
1 of 1	08/08/23	2001519780
PLEASE REMIT PAYMENT TO:		
AFL Telecommunications LLC PO Box 745735 Atlanta, GA 30374-5735		
Electronic Funds Transfer to: Bank of America Account Number: 223015363043 ACH ABA# 053904483 Wire ABA# 026009593 Swift: BOFAUS3N (USD) / BOFAUS6S (Non-USD)		

SOLD TO: 54469

SHIP TO:

PROTERRA OPERATING COMPANY INC
 1 Whitlee Ct
 Greenville SC 29607

PROTERRA OPERATING COMPANY INC
 1 Whitlee Ct
 Greenville SC 29607

Customer PO Number		Due Date	Terms	Ship Via	Shipping Reference			
807966		10/07/23	Net 60	SEE NOTES	8/8/23MC2			
Cust PO Line Num	Inv Line	Description	Quantity Ordered	Quantity Invoice	UOM	UNIT	Extended Amount	
1	1	012857 (MC)012857 MOTOR TRANS(AIR) 1NB 356T6 Wright Pack Slip Reference: 6443705	43	38	EA	397.0200	15,086.76	
If you are tax exempt and deduct tax from payment, you must supply a tax exemption certificate with payment.						Sub Total	15,086.76	
By accepting delivery, or by tendering payment for whole or any part of the products ordered hereunder, customer expressly agrees and assents to AFL's terms and conditions, which are available at https://www.aflglobal.com/Resources/Other-Resources/Terms-and-Conditions.aspx And to all terms contained in this invoice.						Shipping Charges	0.00	
						Tax	0.00	
						Invoice Total	15,086.76	
						Currency	USD	

Customer Number	Ship Date	Reference	Representative
54469	08/08/23	2679343	C. Garrett