

**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 (BLS)
)	
Debtors.)	(Jointly Administered)
)	
)	Re: Docket Nos. 218, 368 & 529

**NOTICE OF ADJOURNMENT OF SALE HEARING
SOLELY WITH RESPECT TO PROTERRA TRANSIT**

PLEASE TAKE NOTICE that, on September 7, 2023, the United States Bankruptcy Court for the District of Delaware (the “Court”) entered that certain *Order (A) Approving Bidding Procedures to Govern the Sale of All Or Substantially All of the Debtors’ Assets Pursuant to Section 363 of the Bankruptcy Code, (B) Approving Procedures Regarding Entry Into One or More Stalking Horse Agreements, (C) Establishing Procedures for the Assumption and Assignment of Executory Contracts and Unexpired Leases, (D) Approving the Form and Manner of the Notice of Assumption and Assignment of Executory Contracts and Unexpired Leases, (E) Scheduling Auctions for the Sales of the Company Assets and Hearings to Consider Approval of the Sales and Approving the Form and Manner of the Notice Thereof, and (F) Granting Related Relief* [Docket No. 218] (the “Bidding Procedures Order”),² which approved, among other things, procedures pursuant to which the above-captioned debtors and debtors-in-possession (the “Debtors”) are authorized to solicit and pursue (such procedures, the “Bidding Procedures”) one or more sales or dispositions of all or any portion of the Debtors’ assets (the “Company Assets”) under section 363 of the Bankruptcy Code.

PLEASE TAKE FURTHER NOTICE that, on October 13, 2023, the Debtors filed a *Notice of Revised Dates Relating to Bidding Procedures Deadlines for (I) Proterra Energy; and (II) Proterra Transit* [Docket No. 368], (i) rescheduling the Sale Hearing for any proposed Sales of Company Assets relating to Proterra Transit to **November 28, 2023 at 10:00 a.m. (prevailing Eastern Time)** (the “Transit Sale Hearing”), and (ii) setting the deadline for parties to file replies in connection with any proposed Sales of Company Assets relating to Proterra Transit to **November 26, 2023 at 11:59 p.m. (prevailing Eastern Time)** (the “Transit Reply Deadline”).

PLEASE TAKE FURTHER NOTICE that, on November 13, 2023, the Debtors filed a *Notice of (A) Successful Bidder Regarding Debtors’ (I) Transit Assets and (II) Energy Assets and (B) Cancellation of the Sale Hearing Solely With Respect to Proterra Energy* [Docket No. 529], which, among other things, announced the selection of Phoenix Motor, Inc. as the Successful

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 (1379); 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 defined have the meanings ascribed to them in the Bidding Procedures Order.



Bidder at the conclusion of the (i) Auction for certain battery lease assets of the Debtors (the “Battery Lease Assets”) and (ii) Auction for Proterra Transit, excluding the Battery Lease Assets.

PLEASE TAKE FURTHER NOTICE that, pursuant to paragraph 31 of the Bidding Procedures Order, and in consultation with the Consultation Parties, the Debtors are hereby adjourning the Transit Sale Hearing and rescheduling the Transit Reply Deadline, each to a date to occur not later than December 15, 2023, subject to Court availability. The Debtors will provide notice of the rescheduled Transit Sale Hearing and the Transit Reply Deadline once finalized.

PLEASE TAKE FURTHER NOTICE that on **November 28, 2023 at 10:00 a.m. (prevailing Eastern Time)**, a hearing will be held before the Honorable Brendan Linehan Shannon, United States Bankruptcy Judge, to consider the entry of the Sale Order authorizing the Debtors and Volvo Battery Solutions LLC (“Volvo”), as Successful Bidder for Proterra Powered, to consummate the transactions provided for by that certain *Asset Purchase Agreement*, by and among the Debtors, Volvo, and Mack Trucks, Inc. (for the limited purposes set forth therein), dated as of November 9, 2023 (as amended by that *First Amendment to Asset Purchase Agreement* entered into as of November 22, 2023, and as it may be further amended in accordance with its terms).

PLEASE TAKE FURTHER NOTICE that the Debtors reserve all rights, in accordance with the Bidding Procedures Order and the Bidding Procedures, to reschedule or waive any related marketing process deadlines and hearing dates in their sole discretion.

PLEASE TAKE FURTHER NOTICE that copies of the Motion, the Bidding Procedures, and the Bidding Procedures Order, in addition to any related documents that may be filed, may be obtained by accessing (i) the website of the Debtors’ notice and claims agent, Kurtzman Carson Consultants LLC (“KCC”), at www.kccllc.net/proterra for no charge, or (ii) the Court’s internet site: <https://ecf.deb.uscourts.gov>, for a fee, through an account obtained from the PACER website at <http://pacer.psc.uscourts.gov>. The documents also may be obtained from KCC at (888) 251-3076 (USA or Canada) or (310) 751-2617 (International).

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Dated: November 26, 2023
Wilmington, Delaware

Respectfully submitted,

**YOUNG CONAWAY STARGATT &
TAYLOR, LLP**

/s/ Andrew L. Magaziner

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