IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	Chapter 11
Prodigy Investment Holdings, Inc.,[1]	Case No. 23-11120 (BLS)
Reorganized Debtor.	Jointly Administered
	Hearing Date: February 4, 2026 at 9:30 a.m. (ET) **Objection Deadline: January 2, 2026 at 4:00 p.m. (ET)**

THE DISTRIBUTION TRUSTEE'S NINTH OMNIBUS (SUBSTANTIVE) OBJECTION TO CERTAIN (I) MISCLASSIFIED AND OVERSTATED CLAIMS, (II) OVERSTATED CLAIMS, AND (III) UNLIQUIDATED CLAIMS

THIS OBJECTION SEEKS TO DISALLOW CERTAIN FILED PROOFS OF CLAIM. CLAIMANTS SHOULD CAREFULLY REVIEW THIS OBJECTION AND THE SCHEDULES ATTACHED TO THIS OBJECTION TO DETERMINE WHETHER THIS OBJECTION AFFECTS THEIR CLAIMS. CLAIMANTS RECEIVING THIS OBJECTION SHOULD LOCATE THEIR NAMES AND CLAIMS ON SCHEDULES 1 THROUGH 3 TO EXHIBIT A ATTACHED HERETO.

Steven Balasiano, in his capacity as the distribution trustee (the "Distribution Trustee") of the PTRA Distribution Trust (the "Distribution Trust") established in the above-captioned chapter 11 case (the "Chapter 11 Case") of the reorganized debtor ("Prodigy" or the "Reorganized Debtor"),[2] by and through his undersigned counsel, hereby files this omnibus objection (the "Objection"), for entry of an order, substantially in the form attached hereto as **Exhibit A** (the "Proposed Order"), modifying or disallowing and expunging certain proofs of claim filed by claimants (the "Claimants," and each individually a "Claimant") set forth on Schedule 1 (the "Misclassified and Overstated Claim"), Schedule 2 (the "Overstated Claim"), and Schedule 3 (the "Unliquidated Claim" and together with the Misclassified and Overstated Claim and Overstated Claim, the "Disputed Claims," and each a "Disputed Claim") to the Proposed Order.

[1] The Reorganized Debtor in this Chapter 11 Case (defined herein), 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] For the avoidance of doubt, references to the Debtors (defined herein) and the Chapter 11 Cases (defined herein) pertain to the time before the entry of the Case Closing Order (defined herein), while references to the Reorganized Debtor and the Chapter 11 Case pertain to the period after the Effective Date (defined herein) and entry of the Case Closing Order, as applicable.

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In support of this Objection, the Distribution Trustee submits the *Declaration of Steven Balasiano in Support of the Distribution Trustee's Ninth Omnibus (Substantive) Objection to Certain (I) Misclassified and Overstated Claims, (II) Overstated Claims, and (III) Unliquidated Claims* (the "Balasiano Declaration"), attached hereto as **Exhibit B**, and respectfully states as follows:

JURISDICTION AND VENUE

1. This Court has jurisdiction to consider this Objection pursuant to 28 U.S.C. §§ 157 and 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. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Pursuant to rule 9013-(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 Distribution Trustee consents to the entry of a final order by this Court in connection with this Objection 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. Venue of the Chapter 11 Case and this Objection in this Court is proper under 28 U.S.C. §§ 1408 and 1409.

2. The statutory and legal predicates for the relief requested herein are section 502 of title 11 of the United States Code (the "Bankruptcy Code"), Rules 3003 and 3007 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and Local Rule 3007-1.

BACKGROUND[3]

I. THE CHAPTER 11 CASE

3. On August 7, 2023, Proterra Inc ("Proterra") and its affiliate, Proterra Operating Company, Inc. (together with Proterra, the "Debtors") filed voluntary petitions for relief in the United States Bankruptcy Court for the District of Delaware (the "Court"), commencing the Chapter 11 Cases. Additional details regarding the Debtors and the facts and circumstances supporting the relief requested herein are set forth in the *Declaration of Gareth T. Joyce in Support of First Day Relief* [D.I. 16] and in the *Disclosure Statement for Joint Chapter 11 Plan of Reorganization for Proterra Inc and its Debtor Affiliate* [D.I. 738] (the "Disclosure Statement").

4. On October 6, 2023, the Debtors filed their schedules of assets and liabilities and statements of affairs [D.I. 336–39] and on January 9, 2024, the Debtors filed their amended schedules of assets [D.I. 839] (collectively, the "Schedules").

5. On November 29, 2023, the Court entered the *Order (A) Authorizing and Approving the Debtors' Entry into the Asset Purchase Agreement, (B) Authorizing the Sale of the Debtors' Powered Assets Free and Clear of all Liens, Claims, Interests, and Encumbrances, (C) Approving the Assumption and Assignment of the Assumed Executory Contracts and Unexpired Leases, and (D) Granting Related Relief* [D.I. 664] (the "Powered Sale Order"). The sale transaction subject to the Powered Sale Order closed on February 1, 2024. *See Notice of Proterra Powered Sale Closing* [D.I. 968].

6. On January 9, 2024, the Court entered the *Order (A) Authorizing and Approving the Debtors' Entry into the Asset Purchase Agreements, (B) Authorizing the Sale of the Debtors' Transit and Battery Lease Assets Free and Clear of all Liens, Claims, Interests, and*

[3] Capitalized terms not defined herein shall have the meanings ascribed to them in the Plan (as defined herein).

Encumbrances, (C) Approving the Assumption and Assignment of the Assumed Executory Contracts and Unexpired Leases, and (D) Granting Related Relief [D.I. 833] (the "Transit and Battery Leases Sale Order"). The sale of the Transit Assets (as defined in the Sale Closing Notice, defined herein) subject to the Transit and Battery Leases Sale Order closed on January 11, 2024. *See Notice of Proterra Battery Lease Sale Closing* [D.I. 1010] (the "Sale Closing Notice"); *see also Notice of (I) Proterra Transit Sale Closing and (II) Third Amendment to Battery Lease Asset Purchase Agreement by and Among the Debtors and Phoenix Motor, Inc.* [D.I. 879]. The sale of the Battery Assets (as defined in the Sale Closing Notice) subject to the Battery Leases APA (defined below) closed on February 7, 2024. *See* Sale Closing Notice; *see also Notice of Filing of Second Amendment to (I) Battery Lease Asset Purchase Agreement and (II) Transit Asset Purchase Agreement, Each by and Among the Debtors and Phoenix Motor, Inc. and Rescheduling Sale Hearing with Respect to Proterra Transit* [D.I. 743] (the "Battery Leases APA").

7. On March 1, 2024, the Debtors filed the *Fifth Amended Joint Chapter 11 Plan of Reorganization for Proterra Inc and its Debtor Affiliate* [D.I. 1154] (the "Plan").

8. On March 6, 2024, the Court entered the *Findings of Fact, Conclusions of Law, and Order Confirming the Fifth Amended Joint Chapter 11 Plan of Reorganization of Proterra Inc and its Debtor Affiliate* [D.I. 1180] (the "Confirmation Order"), confirming the Plan and approving all supplements thereto, including approval of the Distribution Trust Agreement (the "DTA").

9. The Plan went effective on March 13, 2024 (the "Effective Date"). *See Notice of (I) Entry of Confirmation Order, (II) Occurrence of Effective Date, and (III) Final Deadlines for Filing Certain Claims* [D.I. 1208] (the "Notice of Effective Date").

10. On March 22, 2024, the Court entered the *Order (I) Amending Case Caption to Reflect Change of Debtors' Names, (II) Closing Proterra Operating Company, Inc's Chapter 11*

Case; and (III) Granting Related Relief [D.I. 1233] (the "Case Closing Order") authorizing the Debtors and Distribution Trust to amend the case caption used in the Chapter 11 Cases to reflect the changes of their respective legal names. As such, the Proterra Operating Company, Inc., Case No. 23-11121 (BLS), was closed while the lead case, Proterra Inc, Case No. 23-11120 (BLS), remained open. Furthermore, the caption was amended to reflect the new name of the Reorganized Debtor in the remaining Chapter 11 Case, Prodigy Investments Holdings, Inc.

11. Pursuant to the Plan, as of the Effective Date, the Distribution Trust was established, for among other reasons, to provide for distributions to the Distribution Trust's Beneficiaries. *See* Plan, Art. IV. To that end, the Plan and the DTA authorize the Distribution Trustee to pursue objections to, and estimation and settlements of, all Disputed Claims. *See* Plan, Art. IV.C.7.

II. THE CLAIMS RESOLUTION PROCESS

12. On September 5, 2023, the Court entered the *Order Establishing Bar Dates for Filing Proofs of Claim and Approving the Form and Manner of Notice Thereof* [D.I. 187] (the "Bar Date Order"), setting forth certain dates by which parties holding prepetition claims against the Debtors were required to file proofs of claim.

13. On or around October 11, 2023, Verita Global (*f/k/a* Kurtzman Carson Consultants LLC) ("Verita"), the Debtors' claims and noticing agent, mailed the Bar Date Order and proof of claim form to all of the Debtors' creditors and other known parties in interest as of the Petition Date (the "Bar Date Notice"). *See* Certificates of Service [D.I. 467 and 1058].

14. The Bar Date Order established November 13, 2023, 4:00 p.m. (prevailing ET), as the deadline for all entities (except for governmental units and holders of administrative claims) holding claims against the Debtors that arose or are deemed to have arisen prior to the Petition Date to file proofs of claim (the "General Bar Date"). *See* Bar Date Order. The deadline for

governmental units to file proofs of claim against the Debtors was February 3, 2024 at 4:00 p.m. (ET) (the "Governmental Bar Date") and the deadline for holders of administrative claims to file proofs of claim against the Debtors was April 12, 2024 (the "Administrative Bar Date," and together with the General Bar Date and Governmental Bar Date, the "Bar Dates" and each as applicable, the "Applicable Bar Date"). *See* Notice of Effective Date.

III. THE DISPUTED CLAIMS

A. Proofs of Claim and Claims Reconciliation

15. The Debtors' register of claims (the "Claims Register"), as maintained by Verita, includes more than 1400 proofs of claim that were filed against the Debtors.

16. In the ordinary course of business, the Debtors maintained books and records (the "Books and Records") that reflect, among other things, the nature and amount of the liabilities the Debtors owed to their creditors. The Reorganized Debtor and their professionals began, and the Distribution Trustee and his professionals have continued, reviewing, comparing, and reconciling the proofs of claim (including any supporting documentation) with the Schedules, the Claims Register, and the Books and Records. The claims reconciliation process includes identifying particular categories of claims that may be subject to objection.

17. On May 28, 2024, the Distribution Trustee filed the *Distribution Trustee's First Omnibus (Non-Substantive) Objection to Certain (I) Amended and Superseded Claims, (II) Duplicate Claims, (III) Late Filed Claims, and (IV) Insufficient Documentation Claims* [D.I. 1326] (the "First Omnibus Objection"). The Court entered orders sustaining the First Omnibus Objection on July 12, 2024 and September 27, 2024 [D.I. 1391 and 1436].

18. On July 17, 2024, the Distribution Trustee filed the *Distribution Trustee's Second Omnibus (Non-Substantive) Objection to Certain Equity Claims That Should Instead be Classified as Equity Interests and Expunged* [D.I. 1394] (the "Second Omnibus Objection"). The Court

entered orders sustaining the Second Omnibus Objection on August 27, 2024 and on December 4, 2024 [D.I. 1416 and 1482].

19. On September 10, 2024, the Distribution Trustee filed the *Distribution Trustee's Third Omnibus (Substantive) Objection to Certain (I) Misclassified Claims, (II) Overstated and Misclassified Claims, (III) Overstated Claims, and (IV) No Liability Claims* [D.I. 1424] (the "Third Omnibus Objection"). The Court entered an order sustaining the Third Omnibus Objection with respect to certain claims on December 2, 2024 [D.I. 1477]. A hearing on the remaining claims objected to in the Third Omnibus Objection is scheduled for March 26, 2025.

20. On October 15, 2024, the Distribution Trustee filed the *Distribution Trustee's Fourth Omnibus (Non-Substantive) Objection to Certain (I) Amended and Superseded Claims, (II) Duplicate Claims, (III) Late Filed Claims, and (IV) Insufficient Documentation Claims* [D.I. 1445] (the "Fourth Omnibus Objection"). The Court entered an order sustaining the Fourth Omnibus Objection on December 4, 2024 [D.I. 1481].

21. On November 26, 2024, the Distribution Trustee filed the *Distribution Trustee's Fifth Omnibus (Substantive) Objection to Certain Contingent and Unliquidated Claims* [D.I. 1476] (the "Fifth Omnibus Objection"). An order sustaining the Fifth Omnibus Objection was entered on March 20, 2025 [D.I. 1532].

22. On March 24, 2025, the Distribution Trustee filed the *Distribution Trustee's Sixth Omnibus (Substantive) Objection to Certain (I) Misclassified Claims, (II) No Liability Claims, and (III) Overstated Claims* [D.I. 1534] (the "Sixth Omnibus Objection"). An order sustaining the Sixth Omnibus Objection was entered on April 16, 2025 [D.I. 1548].

23. On September 3, 2025, the Distribution Trustee filed the *Distribution Trustee's Seventh Omnibus (Non-Substantive) Objection to Certain (I) Amended and Superseded Claims*

and (II) Late Filed Claims [D.I. 1579] (the "Seventh Omnibus Objection"). An order sustaining the Seventh Omnibus Objection was entered on September 26, 2025 [D.I. 1596].

24. On September 3, 2025, the Distribution Trustee filed the *Distribution Trustee's Eighth Omnibus (Substantive) Objection to Certain (I) Misclassified Claims, (II) No Liability Claims, (III) Overstated Claims, and (IV) Contingent and Unliquidated Claims* [D.I. 1580] (the "Eighth Omnibus Objection"). An order sustaining the Eighth Omnibus Objection was entered on September 26, 2025 [D.I. 1597].

25. While the Distribution Trustee's review, analysis, and reconciliation of claims is ongoing, the Distribution Trustee has determined that certain claims included in Schedules 1-3 should be disallowed and expunged for one or more reasons. Accordingly, the Distribution Trustee files this Objection seeking the relief requested below.

B. The Misclassified and Overstated Claim

26. The Misclassified and Overstated Claim set forth on Schedule 1 to the Proposed Order asserts both an administrative expense claim under section 503(b)(9) of the Bankruptcy Code and an unsecured claim. However, based on a review of the Misclassified and Overstated Claim and the supporting documentation submitted therewith, the Distribution Trustee has determined that a portion of the section 503(b)(9) component of the Misclassified and Overstated Claim listed on Schedule 1 was improperly classified as an section 503(b)(9) administrative expense claim. In addition, a substantial portion (both section 503(b)(9) and unsecured) of the Misclassified and Overstated Claim was previously satisfied by the Debtors.

27. Accordingly, the Misclassified and Overstated Claim listed on Schedule 1 to the Proposed Order should be reclassified as a general unsecured claim and reduced, as indicated in the "Modified Claim Amount and Priority Status" column.

C. The Overstated Claim

28. The Overstated Claim set forth on Schedule 2 to the Proposed Order asserts an amount that differs from that reflected in the Books and Records. In evaluating the Overstated Claim, the Distribution Trustee thoroughly reviewed the Books and Records, the Overstated Claim, as well as any supporting documentation, and has determined that the amount of the Overstated Claim is indeed overstated.

29. Accordingly, the Overstated Claim should be reduced to the amount specified in the "Modified Claim Amount and Priority Status" column on Schedule 2 of the Proposed Order.

E. Unliquidated Claim

30. The Distribution Trustee objects to the claim listed on Schedule 3 to the Proposed Order on the grounds that it was filed in a partially undetermined amount that does not adhere to the requirements under the Bankruptcy Code to sufficiently specify the amount sought. Schedule 3 to the Proposed Order identifies for the Unliquidated Claim: (a) the claimant's name; (b) the proof of claim number; (c) the claim date; (d) the claim amount and asserted priority status; and (e) the basis for fixing and allowing the claim. The claimant asserted rejection damages of $880,786.98, but noted in the proof of claim that the total amount was still under investigation. Accordingly, because the claimant asserting the Unliquidated Claim has failed to meet their burden of support under Bankruptcy Rule 3001(f) and because the failure to fix or liquidate the amount of the Unliquidated Claim would unduly delay the administration of the Chapter 11 Case, the Unliquidated Claim should be allowed at the liquidated at $880,786.98, the amount set forth in the proof of claim.

RELIEF REQUESTED

31. By this Objection, the Distribution Trustee respectfully requests entry of the Proposed Order modifying the Disputed Claims, as applicable.

BASIS FOR RELIEF

32. Section 502(a) of the Bankruptcy Code provides, in pertinent part, that a "claim or interest, proof of which is filed under section 501 of this title, is deemed allowed, unless a party in interest . . . objects." 11 U.S.C. § 502(a).

33. Section 502(b)(1) of the Bankruptcy Code provides that a claim may not be allowed to the extent that it "is unenforceable against the debtor and property of the debtor, under any agreement or applicable law." 11 U.S.C. § 502(b). While a properly filed claim is *prima facie* evidence of the claim's allowed amount, when an objecting party rebuts a claim's *prima facie* validity, the Claimant bears the burden of proving the claim's validity by a preponderance of evidence. *See In re Allegheny Int'l, Inc.*, 954 F.2d 167, 173–74 (3d Cir. 1992) ("The burden of persuasion is always on the claimant."); *see also* 11 U.S.C. § 501; Fed. R. Bankr. P. 3001(f).

A. Misclassified and Overstated Claims

34. The Distribution Trustee objects to the portion of the Misclassified Claim set forth on Schedule 1 to the Proposed Order that alleges it is partially entitled to section 503(b)(9) administrative expense priority under the Bankruptcy Code. The Distribution Trustee has reviewed the Misclassified and Overstated Claim and its supporting documentation and determined that the proof of claim listed on Schedule 1 is partially improperly classified as a section 503(b)(9) administrative expense claim. *See* Balasiano Declaration at ¶ 6. In addition, a substantial portion of the Misclassified and Overstated Claim (both section 503(b)(9) and general unsecured) was satisfied by the Debtors. *Id.*

35. Failure to reclassify the Misclassified and Overstated Claim will result in the Claimant receiving undue priority and an unwarranted recovery from the Distribution Trust to the detriment of other creditors. Thus, the relief requested herein is necessary to prevent any improper or unjustified distribution of Distribution Trust funds and to facilitate the administration of the claims allowance process.

36. Accordingly, the Distribution Trustee requests that the Misclassified and Overstated Claim listed on Schedule 1 to the Proposed Order should be reclassified as a general unsecured claim and reduced, as indicated in the "Modified Claim Amount and Priority Status" column.

B. Overstated Claims

37. The Distribution Trustee objects to the Overstated Claim set forth on Schedule 2 to the Proposed Order that asserts an amount that differs from that reflected in the Books and Records. The Distribution Trustee has reviewed the Overstated Claim and its supporting documentation and determined that the Disputed Claim listed on Schedule 2 is indeed overstated. *See* Balasiano Declaration at ¶ 7.

38. Failure to reduce the Overstated Claim will result in Claimant receiving an unwarranted recovery from the Distribution Trust to the detriment of other creditors. Thus, the relief requested herein is necessary to prevent any improper or unjustified distribution of Distribution Trust funds and to facilitate the administration of the claims allowance process.

39. Accordingly, the Distribution Trustee requests that the Overstated Claim be reduced to the amount specified in the "Modified Claim Amount and Priority Status" column on Schedule 2 of the Proposed Order.

C. Unliquidated Claim

40. The Distribution Trustee has identified that the claim set forth on Schedule 3 to the Proposed Order is unliquidated. Claim No. 1113 filed by Santa Clara Valley Transportation Authority was filed as a general unsecured claim in the amount of $880,786.98; however, the proof of claim noted that the "total amount is still under investigation." Accordingly, the Distribution Trustee seeks to liquidate and allow the Unliquidated Claim at the liquidated amount set forth in the proof of claim.

41. For the reasons set forth herein and in Schedule 3 to the Proposed Order, the Distribution Trustee objects to the Unliquidated Claim on the grounds that it was filed in a partially undetermined amount failing to adhere to the requirements under the Bankruptcy Code to sufficiently specify the amount sought. The Distribution Trustee requests that such claim be fixed at the liquidated amount set forth in the proof of claim because the failure to fix or liquidate the amount of such claim would unduly delay the administration of the Chapter 11 Cases. The Unliquidated Claim provided no support whatsoever from which an amended liquidated amount for the claim could be derived. *See* Balasiano Declaration at ¶ 8. The claimant has also not subsequently provided any information from which an amended liquidated, allowable amount for the claim can be determined. *Id.*

42. Without determining a liquidated amount for the Unliquidated Claim, the Liquidating Trustee does not even have a basis on which it could reserve for such claim while otherwise evaluating the Debtors' liability on such claim and, thereby, make distributions to other claimants whose liquidated claims have been allowed. Accordingly, because the party asserting the Unliquidated Claim has failed to meet their burden of support under Bankruptcy Rule 3001(f) and because the failure to fix or liquidate the amount of the Unliquidated Claim would unduly

delay the administration of the Chapter 11 Cases, the Unliquidated Claim should be fixed at the amount set forth in the "Fixed General Unsecured Amount" column in Schedule 3.

RESPONSES TO THE OBJECTION

43. **Filing and Service of Responses**: To contest the Objection, a Claimant must file and serve a written response to the Objection (a "Response") so that it is actually received by the Clerk of the Court and the parties in the following paragraph no later than 4:00 p.m. (ET) on January 2, 2026 (the "Response Deadline"). Claimants should locate their names and Disputed Claims on Schedules 1 through 3 to the Proposed Order and carefully review the Objection. A Response must address each ground upon which the Distribution Trustee objects to a particular Disputed Claim. A hearing to consider the Distribution Trustee's Objection, if necessary, will be held on February 4, 2026 at 9:30 a.m. (ET), before the Honorable Brendan L. Shannon, United States Bankruptcy Judge, at the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 6th Floor, Courtroom 1, Wilmington, Delaware 19801 or via telephone and videoconference (the "Hearing").

44. Each Response must be filed and served upon the following entities at the following addresses:

Office of the Clerk of the United States Bankruptcy Court
for the District of Delaware
824 North Market Street, 3rd Floor
Wilmington, Delaware 19801

-and-

LOWENSTEIN SANDLER LLP
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-and-

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Counsel to the Distribution Trustee

45. **Content of Responses**: Every Response to the Objection must contain, at a minimum, the following:

1. a caption setting forth the name of the Court, the above-referenced case number and the title of the Objection to which the Response is directed;

2. the name of the Claimant and description of the basis for the amount of the Disputed Claim;

3. a concise statement setting forth the reasons why a particular Disputed Claim should not be disallowed and expunged for the reasons set forth in the Objection, including, but not limited to, the specific factual and legal bases upon which the Claimant will rely in opposing the Objection at the Hearing;

4. all documentation or other evidence relating to the Disputed Claim in question, to the extent not already included with the Claimant's proof of claim, upon which the Claimant will rely in opposing the Objection at the Hearing;

5. the name, address, telephone number, and fax number of the person(s) (who may be the Claimant or a legal representative thereof) possessing ultimate authority to reconcile, settle, or otherwise resolve the Disputed Claim on behalf of the Claimant; and

6. the name, address, telephone number, and fax number of the person(s) (who may be the Claimant or a legal representative thereof) to whom the Distribution Trustee should serve any reply to the Response.

46. **Timely Response Required; Hearing**: If a Response is properly and timely filed and served in accordance with the above procedures, the Distribution Trustee will endeavor to reach a consensual resolution with the Claimant. If no consensual resolution is reached, the Court will conduct a hearing with respect to the Objection and the Response on January 2, 2026 at 4:00 p.m. (ET), or such other date and time as parties filing Responses may be notified. Only those Responses made in writing and timely filed and received will be considered by the Court at any such hearing.

47. **Adjournment of Hearing**: The Distribution Trustee reserves the right to adjourn the Hearing on any Disputed Claim included in the Objection. In the event that the Distribution Trustee so adjourns the Hearing, the Distribution Trustee will state that the Hearing on that particular Disputed Claim has been adjourned on the agenda for the Hearing on the Objection, which agenda will be served on the person designated by the Claimant in its Response.

48. If a Claimant whose Disputed Claim is subject to the Objection, and who is served with the Objection, fails to file and serve a timely Response in compliance with the foregoing procedures, the Distribution Trustee will present to the Court an appropriate order disallowing and expunging the Disputed Claims without further notice to the Claimant.

SEPARATE CONTESTED MATTER

49. To the extent a Response is filed regarding any individual claim listed in this Objection and the Distribution Trustee is unable to resolve the Response, the Objection by the Distribution Trustee to such claim shall constitute a separate contested matter as contemplated by

Bankruptcy Rule 9014. Any order entered by the Court regarding an objection asserted in this Objection shall be deemed a separate order with respect to each claim subject thereto.

RESERVATION OF RIGHTS

50. The Distribution Trustee expressly reserves the right to amend, modify, or supplement this Objection, and to file additional objections to any other claims (filed or not) that may be asserted against the Reorganized Debtor and/or the Distribution Trust. Should one or more of the grounds for objection stated in the Objection be withdrawn or overruled, the Distribution Trustee reserves the right to object to each of the Disputed Claims or any other proofs of claim on any other grounds.

51. Notwithstanding anything contained in the Objection, or the exhibits and schedules attached hereto, nothing herein will be construed as a waiver of any rights that the Reorganized Debtor, the Distribution Trustee or any successors thereto, may have to enforce any other rights, including but not limited to the right of setoff against the Disputed Claims or any other claim filed by the Claimant.

52. Nothing in this Objection shall be deemed: (a) an admission as to the amount of, basis for, or validity of any claim against the Reorganized Debtor and/or the Distribution Trustee under the Bankruptcy Code or other applicable nonbankruptcy law; (b) a waiver of the Reorganized Debtor's, the Distribution Trustee's, or any other party in interest's right to dispute any claim; (c) a promise or requirement to pay any particular claim; (d) an implication or admission that any particular claim is of a type specified or defined in this Objection; (e) an admission as to the validity, priority, enforceability, or perfection of any lien on, security interest in, or other encumbrance on property of the Reorganized Debtor's estate or the Distribution Trust; or (f) a

waiver of any claims or causes of action which may exist against any entity under the Bankruptcy Code or any other applicable law.

COMPLIANCE WITH LOCAL RULE 3007-1

53. The undersigned counsel to the Distribution Trustee on behalf of the Distribution Trustee has reviewed the requirements of Local Rule 3007-1 and certifies that the Objection substantially complies with that Local Rule. To the extent that the Objection does not comply in all respects with the requirements of Local Rule 3007-1, the Distribution Trustee believes such deviations are not material and respectfully requests that any such requirement be waived.

NOTICE

54. Notice of this Objection will be given to: (i) the U.S. Trustee; (ii) each Claimant listed on the schedules and affected by the relief requested herein; and (iii) all parties who, as of the filing of the Objection, have filed a renewed notice of appearance and request for service of papers pursuant to Local Rule 2002-1(b) and the Confirmation Order. A copy of this Objection is also available on the Reorganized Debtor's case website at https://veritaglobal.net/proterra. In light of the nature of the relief requested herein, the Distribution Trustee submits that no other or further notice is required.

[*Remainder of page intentionally left blank*]

WHEREFORE, the Distribution Trustee respectfully requests that the Court enter the Proposed Order, granting the relief requested in this Objection and such other relief as may be just and proper.

Dated: December 12, 2025
Wilmington, Delaware

MORRIS JAMES LLP

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Counsel to the Distribution Trustee

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	Chapter 11
Prodigy Investment Holdings, Inc.,[1]	Case No. 23-11120 (BLS)
Reorganized Debtor.	Jointly Administered
	Hearing Date: February 4, 2026 at 9:30 a.m. (ET) **Objection Deadline: January 2, 2026 at 4:00 p.m. (ET)**

NOTICE OF THE DISTRIBUTION TRUSTEE'S NINTH OMNIBUS (SUBSTANTIVE) OBJECTION TO CERTAIN (I) MISCLASSIFIED AND OVERSTATED CLAIMS, (II) OVERSTATED CLAIMS, AND (III) UNLIQUIDATED CLAIMS

PLEASE TAKE NOTICE that Steven Balasiano, in his capacity as the distribution trustee (the "Distribution Trustee") of the PTRA Distribution Trust (the "Distribution Trust") established in the above-captioned chapter 11 case (the "Chapter 11 Case") of the reorganized debtor ("Prodigy" or the "Reorganized Debtor"), files *The Distribution Trustee's Ninth Omnibus (Substantive) Objection to Certain (I) Misclassified and Overstated Claims, (II) Overstated Claims, and (III) Unliquidated Claims* (the "Objection") with the United States Bankruptcy Court for the District of Delaware (the "Court"). **Your claim(s) may be disallowed and expunged as a result of the Objection. Therefore, you should read the attached Objection carefully.**

PLEASE TAKE FURTHER NOTICE THAT YOUR RIGHTS MAY BE AFFECTED BY THE OBJECTION AND BY ANY FURTHER CLAIM OBJECTION THAT MAY BE FILED BY THE DISTRIBUTION TRUSTEE OR OTHERWISE. THE RELIEF SOUGHT HEREIN IS WITHOUT PREJUDICE TO THE DISTRIBUTION

[1] The Reorganized Debtor in this chapter 11 case, 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.

TRUSTEE'S RIGHT TO PURSUE FURTHER OBJECTIONS IN CONNECTION WITH YOUR CLAIM(S) SUBJECT TO THE OBJECTION IN ACCORDANCE WITH APPLICABLE LAW AND APPLICABLE ORDERS OF THE BANKRUPTCY COURT.

PLEASE TAKE FURTHER NOTICE that, if the holder of a claim that is the subject of the Objection wishes to respond to the Objection, the holder must file a written response with the Clerk of the United States Bankruptcy Court for the District of Delaware, 3rd Floor, 824 North Market Street, Wilmington, Delaware 19801 and serve it on the undersigned counsel so as to be received on or before on or before January 2, 2026 at 4:00 p.m. (ET).

PLEASE TAKE FURTHER NOTICE that, responses to the Objection must contain, at a minimum, the following: (a) a caption setting forth the name of the Bankruptcy Court, the above-referenced case number and the title of the Objection to which the response is directed; (b) the name of the claimant, his/her/its claim number, and a description of the basis for the amount of the claim; (c) the specific factual basis and supporting legal argument upon which the claimant will rely in opposing this Objection; (d) any supporting documentation, to the extent it was not included with the proof of claim previously filed with the clerk or claims agent, upon which the claimant will rely to support the basis for and amounts asserted in the proof of claim; and (e) the name, address, email address, telephone number, and fax number of the person(s) (which may be the claimant or the claimant's legal representative) with whom counsel for the Distribution Trustee should communicate with respect to the claim or the Objection and who possesses authority to reconcile, settle, or otherwise resolve the Objection to the Disputed Claim on behalf of the claimant.

PLEASE TAKE FURTHER NOTICE that, if no response to the Objection is timely filed and received in accordance with the above procedures, an Order may be entered sustaining the

Objection and disallowing and expunging the Claim without further notice or a hearing. If a response is properly filed, served and received in accordance with the above procedures and such response is not resolved, a hearing to consider such response and the Objection will be held before the Honorable Brendan L. Shannon, United States Bankruptcy Court, 824 North Market Street, 6th Floor, Courtroom 1, Wilmington, Delaware 19801 on February 4, 2026 at 9:30 a.m. (ET). Only a response made in writing and timely filed and received will be considered by the Court at the hearing.

IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE BANKRUPTCY COURT MAY SUSTAIN THE OBJECTION WITHOUT FURTHER NOTICE OR HEARING.

[*Remainder of page intentionally left blank*]

Dated: December 12, 2025
Wilmington, Delaware

MORRIS JAMES LLP

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Counsel to the Distribution Trustee

EXHIBIT A

Proposed Order

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	Chapter 11
Prodigy Investment Holdings, Inc.,[1]	Case No. 23-11120 (BLS)
Reorganized Debtor.	Jointly Administered
	Re: Docket No. ___

ORDER SUSTAINING THE DISTRIBUTION TRUSTEE'S NINTH OMNIBUS (SUBSTANTIVE) OBJECTION TO CERTAIN (I) MISCLASSIFIED AND OVERSTATED CLAIMS, (II) OVERSTATED CLAIMS, AND (III) UNLIQUIDATED CLAIMS

Upon the objection (the "Objection")[2] of Steven Balasiano, in his capacity as the distribution trustee (the "Distribution Trustee") of the PTRA Distribution Trust (the "Distribution Trust") established in the above-captioned chapter 11 case (the "Chapter 11 Case") of the reorganized debtor ("Prodigy" or the "Reorganized Debtor"), to certain proofs of claim filed by the claimants (the "Claimants") on Schedule 1 (the "Misclassified and Overstated Claim"), Schedule 2 (the "Overstated Claim"), and Schedule 3 (the "Unliquidated Claim," and together with the Misclassified and Overstated Claim and the Overstated Claims, the "Disputed Claims"); and this Court having reviewed the Objection and the Balasiano Declaration; and this Court having determined that the relief requested in the Objection is in the best interests of the Distribution Trustee, the Distribution Trust, the Reorganized Debtor, its estate, its creditors, and other parties in interest and that the legal and factual bases set forth in the Objection establish just cause for the

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[2] Capitalized terms not defined herein shall have the meanings ascribed to them in the Objection.

relief granted herein; and this Court having jurisdiction to consider the Objection and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 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; and consideration of the Objection and the relief requested therein being a core proceeding under 28 U.S.C. § 157(b)(2); and this Court having authority to enter a final order consistent with Article III of the United States Constitution; and venue being proper before this Court under 28 U.S.C. §§ 1408 and 1409; and it appearing that proper and adequate notice of the Objection has been given and that no other or further notice is necessary; and upon all of the proceedings before this Court; and after due deliberation thereon; and good and sufficient cause appearing therefor, it is hereby

ORDERED, ADJUDGED, AND DECREED THAT:

1. The Objection is SUSTAINED as set forth herein.

2. Any response to the Objection not otherwise withdrawn, resolved, or adjourned is hereby overruled on the merits.

3. The Misclassified and Overstated Claim listed under the column titled "Claim Number" on the attached Schedule 1 is hereby reclassified and reduced in accordance with the column titled "Modified Claim Amount and Priority Status." The Misclassified and Overstated Claim listed in the column titled "Modified Claim Amount and Priority Status" on the attached Schedule 1 shall remain on the Claims Register as modified, unless such Misclassified and Overstated Claim is otherwise disallowed and/or modified by this Order or another order of this Court, subject to the Distribution Trustee's, or any other parties' further objections on any substantive or non-substantive grounds.

4. The Overstated Claim listed under the column titled "Claim Number" on the attached Schedule 2 is hereby reduced and modified in accordance with the columns titled "Modified Claim Amount and Priority Status." The Overstated Claim listed in the column titled "Modified Claim Amount and Priority Status" on the attached Schedule 2 shall remain on the Claims Register as modified, unless such Overstated Claim is otherwise disallowed and/or modified by this Order or another order of this Court, subject to the Distribution Trustee's, or any other parties' further objections on any substantive or non-substantive grounds.

5. The Unliquidated Claim listed under the column titled "Claim Number" on the attached Schedule 3 is hereby liquidated and fixed in the amount set forth in the column titled "Fixed General Unsecured Amount."

6. Notwithstanding Local Rule 3007-1(f)(iii), the rights of the Distribution Trustee or any other party to: (i) file subsequent objections to any claims listed on any of the Schedules annexed hereto on any ground, substantive or non-substantive (as permitted by the Court); (ii) amend, modify or supplement the Objection, including, without limitation, filing objections to further amended or newly-filed claims; (iii) seek to expunge or reduce any claim to the extent all or a portion of such claim has been paid; and (iv) settle any claim for less than the asserted amount, are expressly preserved. Additionally, should one or more of the grounds for objection stated in the Objection be overruled, the Distribution Trustee's and any other parties' rights to object to the Modified Claims on any other grounds are preserved. For the avoidance of doubt, leave from the requirements of Local Rule 3007-1(f)(iii) is hereby granted.

7. The objection to each claim, as addressed in the Objection and as set forth in the attached Schedules, constitutes a separate contested matter as contemplated by Bankruptcy Rule 9014 and Local Rule 3007-1. This Order shall be deemed a separate order with respect to each

such claim that is the subject of the Objection. Any stay of this Order pending appeal by any Claimants whose claims are subject to this Order shall only apply to the contested matter that involves such Claimant and shall not act to stay the applicability and/or finality of this Order with respect to any other contested matters addressed in the Objection and this Order.

8. Verita is authorized and directed to modify the Claims Register to comport with the relief granted by this Order.

9. Nothing in this Order or the Objection is intended or shall be construed as a waiver of any of the rights the Distribution Trustee or any other party may have to enforce rights against the Claimants, including, but not limited to, any right of setoff.

10. This Order is immediately effective and enforceable, notwithstanding the possible applicability of Bankruptcy Rule 6004(h) or otherwise.

11. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation and/or interpretation of this Order.

SCHEDULE 1

Misclassified and Overstated Claim

Proterra Inc., et al., (f/k/a Proterra Inc.)
Case No. 23-11120 (BLS)

Schedule 1 - Misclassified & Overstated Claims

	NAME	DATE FILED	Claim Number	Debtor	Claim Amount and Priority Status		Modified Claim Amount and Priority Status		REASON FOR MODIFICATION
1	TTI, Inc.	1/22/2024	1266	Proterra Inc. 23-11120	Administrative: Secured: Priority Unsecured: General Unsecured: Total Claim Amount	$185,880.17 $0.00 $0.00 $189,020.25 $347,900.42	Administrative: Secured: Priority Unsecured: General Unsecured: Total Claim Amount	$0.00 $0.00 $0.00 $37,026.20 $37,026.20	A portion of the claim ($185,880.17) was asserted as a section 503(b)(9) administrative claim for goods that were received by the Debtors within the 20-days prior to the Petition Date. According to the Debtors' Books and Records, claimant was paid $154,203.36 on 3/13/2024 via ACH payment (reference no. 491906) on account of the section 503(b)(9) administrative portion of the claim. Invoice 474982801, which was a post-petition invoice totaling $12,106.00, was paid in full. Two invoices totaling $1,975.20 were paid on 11/9/2023 via ACH payment (reference no. 490311). Invoice 493016101 was paid $103.00 on 9/8/2023 via ACH payment (reference no. 553837). The remaining invoices totaling $17,492.61 were for delivery of goods outside of the section 503(b)(9) 20-day window and therefore do not qualify for administrative expense priority status. Accordingly, $17,492.61 of the asserted administrative expense portion of the claim should be reclassified as a general unsecured claim. Additionally, $169,486.66 of the general unsecured claim was paid on various dates: (i) $16,054.26 paid on 6/23/2023 (reference no. 489449), (ii) $74,851.62 paid on 9/8/2023 (reference no. 553837), (iii) $5,257.63 paid on 9/12/2023 (reference no. 489360) (iv), $6,494.94 paid on 9/19/2023 (reference no. 489360), (v) $4,666.42 paid on 9/25/2023 (reference no. 489449), (vi) $20,720.68 paid on 10/03/2023 (reference no. 489570), (vii) $20,720.43 paid on 10/9/2023 (reference no. 489715); and (viii) $20,720.68 paid on 10/17/2023 (reference no. 489831). Accordingly, the claim should be reduced to the general unsecured claim amount of $37,026.20, consisting of $17,492.61 reclassified to General Unsecured and remaining balance of $19,533.59 for unpaid General Unsecured invoices.

SCHEDULE 2

Overstated Claim

Proterra Inc., et al., (f/k/a Proterra Inc.)
Case No. 23-11120 (BLS)

Schedule 2 - Overstated Claims

	NAME	DATE FILED	Claim Number	Debtor	Claim Amount and Priority Status		Modified Claim Amount and Priority Status		REASON FOR MODIFICATION
1	Arow Global Corp.	11/7/2023	840	Proterra Operating Company, Inc. 23-11121	Administrative: Secured: Priority Unsecured: General Unsecured: Total Claim Amount	$126,121.58 $0.00 $0.00 $939,683.35 $1,065,804.93	Administrative: Secured: Priority Unsecured: General Unsecured: Total Claim Amount	$0.00 $0.00 $0.00 $497,044.30 $497,044.30	A portion of the claim for $126,121.58 is asserted as a section 503(b)(9) administrative expense claim for goods that were received by the Debtors within the 20-day period prior to the Petition Date. According to the Debtors' Books and Records, claimant has been paid $126,121.58 on 3/13/2024 via ACH payment (reference no. 491854) on account of the section 503(b)(9) administrative portion of the claim. Additionally, a portion of the general unsecured claim is asserted for alleged cancellation fees of $442,639.05. According to the Debtors' Books and Records, the Debtor is not liable for the alleged cancellation fees. Claimant provided no evidence to support the assertion of cancellation fees. Accordingly, the claim should be reduced to the general unsecured claim amount of $497,044.30.

SCHEDULE 3

Unliquidated Claim

Proterra Inc., et al., (f/k/a Proterra Inc.)
Case No. 23-11120 (BLS)

Schedule 3 - Unliquidated

	Name of Claimant	Claim Number	Date Claim was Filed	Debtor & Case #	Claim Asserted Amount and Priority		Fixed General Unsecured Amount		Basis to Fix and Allow
1	Santa Clara Valley Transportation Authority	1113	11/13/2023	Proterra Inc. 23-11120	Administrative: Secured: Priority Unsecured: General Unsecured: Total Claim Amount	 $880,786.98 (unliquidated) $880,786.98 (unliquidated)	Administrative: Secured: Priority Unsecured: General Unsecured: Total Claim Amount	 $880,786.98 $880,786.98	Claimant asserts rejection damages in an amount of $880,786.98. The proof of claim further notes that the "total amount is still under investigation." As of the date of this filing, claimant has not filed an amendment to the claim asserting any additional damages. Therefore, the claim should be liquidated and fixed at $880,786.98.

EXHIBIT B

Balasiano Declaration

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	Chapter 11
Prodigy Investment Holdings, Inc.,[1]	Case No. 23-11120 (BLS)
Reorganized Debtor.	Jointly Administered

DECLARATION OF STEVEN BALASIANO IN SUPPORT OF THE DISTRIBUTION TRUSTEE'S NINTH OMNIBUS (SUBSTANTIVE) OBJECTION TO CERTAIN (I) MISCLASSIFIED AND OVERSTATED CLAIMS, (II) OVERSTATED CLAIMS, AND (III) UNLIQUIDATED CLAIMS

Pursuant to 28 U.S.C. § 1746, I, Steven Balasiano, hereby declare under penalty of perjury that the following is true and correct to the best of my knowledge and belief:

1. Pursuant to the Confirmation Order, I was appointed the trustee (the "Distribution Trustee"), of the PTRA Distribution Trust (the "Distribution Trust") established in the above-captioned chapter 11 case (the "Chapter 11 Case") of the reorganized debtor ("Prodigy" or the "Reorganized Debtor").

2. Given my current position as the Distribution Trustee, I am familiar with the Distribution Trust's day-to-day operations, books and records, business, and financial affairs. This declaration (the "Declaration") is submitted in support of *The Distribution Trustee's Ninth Omnibus (Substantive) Objection to Certain (I) Misclassified and Overstated Claims, (II) Overstated Claims, and (III) Unliquidated Claims* (the "Objection") filed contemporaneously herewith.[2]

[1] The Reorganized Debtor in this chapter 11 case, 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] All capitalized terms used and not defined herein shall have the meanings ascribed to them in the Objection.

3. Except as otherwise indicated, all statements in this Declaration are based upon (i) my personal knowledge, and/or (ii) my review (or the review of persons under my supervision) of the Books and Records, the Schedules filed in these Chapter 11 Cases, the relevant proofs of claim, and the Claims Register, as well as relevant documents and other information prepared or collected by the Debtors' employees or professionals, and/or the Distribution Trustee's and the Reorganized Debtor's consultants or professionals. In making my statements, which are based on my review (or the review of persons under my supervision) and reasonable efforts to research the Disputed Claims in the Books and Records, I have relied upon these parties accurately recording, preparing, or collecting such documentation and other information. I understand the Debtors'[2] practice was to contemporaneously prepare and/or file documents and records, which were noted and recorded in the books, records, and/or files of the Debtors and which were maintained and relied upon by the Debtors in the ordinary course of business.

4. If I were called to testify as a witness in this matter, I could and would competently testify to each of the facts set forth herein based upon my personal knowledge, review of documents and/or opinion based on such review of documents. I am authorized to execute this Declaration on behalf of the Distribution Trust and the Reorganized Debtor.

5. In preparing this Declaration, I, or persons under my supervision or employed by the Distribution Trust, have reviewed the Claims Register maintained by Verita, which contains the record of all parties that filed proofs of claim in connection with this Chapter 11 Case.

[2] For the avoidance of doubt, references to the Debtors and the Chapters 11 Cases pertain to the time period before the entry of the Case Closing Order, while references to the Reorganized Debtor and the Chapter 11 Case pertain to the period after the Effective Date and entry of the Case Closing Order, as applicable.

A. The Misclassified and Overstated Claim

6. The Misclassified Claim listed on Schedule 1 and the supporting documentation submitted therewith was reviewed to confirm that the Disputed Claim listed under the column heading "Claim Number" was partially filed incorrectly as a section 503(b)(9) administrative claim and should instead be fully classified as a general unsecured claim. Moreover, pursuant to the Books and Records, certain amounts of the asserted claim (both section 503(b)(9) and unsecured) were previously paid by the Debtors – accordingly, the claim amount should be reduced from $347,900.42 to $37,026.20. Based on the foregoing, I believe the Misclassified and Overstated Claim does not qualify for section 503(b)(9) administrative expense priority and should be modified, reclassified, and reduced as set forth on Schedule 1 to the Proposed Order.

B. The Overstated Claim

7. The Overstated Claim listed on Schedule 2 and the supporting documentation submitted therewith were reviewed to confirm that the Disputed Claim listed under the column heading "Claim Number" is indeed overstated. In particular, with respect to the Overstated Claim, the Books and Records reflect that the Debtors' liability is limited to a lesser amount than that asserted by the Claimant. Based on the foregoing, I believe that the Overstated Claim should be reduced to the amount set forth on Schedule 2 to the Proposed Order.

C. The Unliquidated Claim

8. The Unliquidated Claim listed on Schedule 3 was filed in a partially contingent and unliquidated amount and either (i) provided insufficient support for additional liquidated amounts, or (ii) provided no support whatsoever from which a liquidated amount for the claim could be derived. The claimant has not subsequently amended its claim to assert any additional amounts. The information available to the Distribution Trustee reflects that the allowable liability of the

Unliquidated Claim is $880,786.98. Based on the foregoing, I believe that the Unliquidated Claim set forth on Schedule 3 to the Proposed Order should be liquidated and fixed at $880,786.98.

9. The information contained in the Objection and in the Schedules attached to the Proposed Order is true and correct to the best of my knowledge, information, and belief.

I declare under penalty of perjury that the foregoing information is true and correct to the best of my knowledge, information, and belief.

Dated: December 12, 2025 */s/ Steven Balasiano*
Steven Balasiano