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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(D) OF  
THE SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported): February 21, 2024

**Proterra Inc**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**001-39546**  
(Commission  
File Number)

**90-2099565**  
(I.R.S. Employer  
Identification No.)

**500 Pennsylvania Avenue**  
**PO Box 2205**  
**Greer, South Carolina 29652**  
(Address of principal executive offices, including zip code)

**(303) 689-8855**  
(Registrant's Telephone Number, Including Area Code)

**N/A**  
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

| Title of each class | Trading Symbol(s) | Name of each exchange<br>on which registered |
|---------------------|-------------------|----------------------------------------------|
|---------------------|-------------------|----------------------------------------------|

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

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## **Item 7.01. Regulation FD Disclosure.**

As previously disclosed, on August 7, 2023, Proterra Inc, a Delaware corporation (the “Company”), and its subsidiary Proterra Operating Company, Inc. (the “OpCo” and collectively, the “Debtors”) filed voluntary petitions under Chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) in the United States Bankruptcy Court for the District of Delaware (such court, the “Bankruptcy Court” and such proceedings, the “Chapter 11 Cases”). The Chapter 11 Cases are currently jointly administered under the caption *In re Proterra Inc*, Case No. 23-11120 (BLS). The Debtors continue to operate their businesses as “debtors-in-possession” under the jurisdiction of the Bankruptcy Court and in accordance with the applicable provisions of the Bankruptcy Code and orders of the Bankruptcy Court.

### ***Monthly Operating Reports***

On February 21, 2024, the Company filed with the Bankruptcy Court its monthly operating report for the period ended January 31, 2024 (the “Company Monthly Operating Report”). On February 21, 2024, OpCo filed with the Bankruptcy Court its monthly operating report for the period ended January 31, 2024 (the “OpCo Monthly Operating Report” and together with the Company Monthly Operating Report, the “Monthly Operating Reports”). The Company Monthly Operating Report and the OpCo Monthly Operating Report are attached hereto as Exhibit 99.1 and 99.2, respectively. This Current Report on Form 8-K (including the exhibits hereto, the “Form 8-K”) will not be deemed an admission as to the materiality of any herein. The Company previously disclosed in its Current Report on Form 8-K filed on September 21, 2023 that it was filing its monthly operating reports with the Bankruptcy Court and that each such report would be available for review free of charge online at <https://www.kccllc.net/proterra/document/list/5955>.

The information contained in this Item 7.01 and in Exhibits 99.1 and 99.2 shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, and shall not be deemed to be incorporated by reference into any of the Company’s filings under the Securities Act of 1933, as amended, or the Exchange Act, whether made before or after the date hereof and regardless of any general incorporation language in such filings, except to the extent expressly set forth by specific reference in such a filing.

### **Cautionary Statement Regarding the Monthly Operating Reports**

The Company cautions investors and potential investors not to place undue reliance upon the information contained in the Monthly Operating Reports, which were not prepared for the purpose of providing the basis for an investment decision relating to any of the securities of the Company. The Monthly Operating Reports are limited in scope, cover a limited time period, and have been prepared solely for the purpose of complying with the reporting requirements of the Bankruptcy Court. The Monthly Operating Reports were not audited or reviewed by independent accountants, were not prepared in accordance with generally accepted accounting principles in the United States of America (“GAAP”), are in a format prescribed by applicable bankruptcy rules and guidelines, and are subject to future adjustment and reconciliation. Furthermore, the monthly financial information contained in the Monthly Operating Reports has not been subjected to the same level of accounting review and testing that the Debtors apply when preparing their quarterly and annual consolidated financial information in accordance with GAAP. Accordingly, upon the application of such procedures, the Debtors believe that the financial information may be subject to change, and these changes could be material. There can be no assurance that, from the perspective of an investor or potential investor in the Company’s securities, the Monthly Operating Reports are complete. Results and projections set forth in the Monthly Operating Reports should not be viewed as indicative of future results.

### **Cautionary Statement Regarding Forward-Looking Information**

This Form 8-K and the Monthly Operating Reports contains forward-looking statements within the meaning of Section 27A of the Securities Act and Section 21E of the Exchange Act. The Company’s actual results may differ materially from those anticipated in these forward-looking statements as a result of certain risks and other factors, including risks and uncertainties relating to the Company’s Chapter 11 Cases. Many factors could cause actual future events to differ materially from the forward-looking statements in this Form 8-K and the Monthly Operating Reports, including risks and uncertainties set forth in the sections entitled “Risk Factors” in the Company’s Annual Report for the year ended December 31, 2022, filed with the Securities and Exchange Commission (the “SEC”) on March 17, 2023, as amended on May 1, 2023, the Company’s quarterly report for the three and nine months ended September 30, 2023, filed on November 6, 2023 or the Company’s other filings with the SEC. The forward-looking statements included in this Form 8-K and the Monthly Operating Reports speak only as of the date they are made. Readers are cautioned not to put undue reliance on forward-looking statements, and the Company assumes no obligation and does not intend to update or revise these forward-looking statements, whether as a result of new information, future events, or otherwise. The Company does not give any assurance that it will achieve its expectations.

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**Item 9.01 - Financial Statements and Exhibits**

(d) Exhibits.

| <b>Exhibit</b> | <b>Description</b>                                                                                                                                                                                    |
|----------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 99.1           | <a href="#"><u>Monthly Operating Report of Proterra Inc for the period ended January 31, 2024 filed with the United States Bankruptcy Court for the District of Delaware.</u></a>                     |
| 99.2           | <a href="#"><u>Monthly Operating Report of Proterra Operating Company, Inc. for the period ended January 31, 2024 filed with the United States Bankruptcy Court for the District of Delaware.</u></a> |
| 104            | Cover Page Interactive Data File - the cover page XBRL tags are embedded within the Inline XBRL document.                                                                                             |

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## SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: February 22, 2024

### PROTERRA, INC.

By: /s/ Gareth T. Joyce

Name: Gareth T. Joyce

Title: Chief Executive Officer

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UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In Re. Proterra Inc

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Case No. 23-11120

Debtor(s)

Lead Case No. 23-11120

☒ Jointly Administered**Monthly Operating Report**

Chapter 11

Reporting Period Ended: 01/31/2024

Petition Date: 08/07/2023

Months Pending: 6

Industry Classification: 3 3 6 1

Reporting Method:

Accrual Basis ☒Cash Basis ☐

Debtor's Full-Time Employees (current):

0

Debtor's Full-Time Employees (as of date of order for relief):

0

**Supporting Documentation** (check all that are attached):

(For jointly administered debtors, any required schedules must be provided on a non-consolidated basis for each debtor)

- ☒ Statement of cash receipts and disbursements  
☒ Balance sheet containing the summary and detail of the assets, liabilities and equity (net worth) or deficit  
☒ Statement of operations (profit or loss statement)  
☒ Accounts receivable aging  
☒ Postpetition liabilities aging  
☐ Statement of capital assets  
☐ Schedule of payments to professionals  
☐ Schedule of payments to insiders  
☒ All bank statements and bank reconciliations for the reporting period  
☐ Description of the assets sold or transferred and the terms of the sale or transfer

/s/ Andrew L. Magaziner

Signature of Responsible Party

02/21/2024

Date

Andrew L. Magaziner

Printed Name of Responsible Party

Young Conaway Stargatt & Taylor, LLP  
 1000 North King St, Wilmington, DE 19801  
 Address

STATEMENT: This Periodic Report is associated with an open bankruptcy case; therefore  
 § 1320.4(a)(2) applies.



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Debtor's Name Proterra Inc

Case No. 23-11120

| Part 1: Cash Receipts and Disbursements |                                                                 | Current Month | Cumulative |
|-----------------------------------------|-----------------------------------------------------------------|---------------|------------|
| a.                                      | Cash balance beginning of month                                 | \$0           |            |
| b.                                      | Total receipts (net of transfers between accounts)              | \$0           | \$0        |
| c.                                      | Total disbursements (net of transfers between accounts)         | \$0           | \$0        |
| d.                                      | Cash balance end of month (a+b-c)                               | \$0           |            |
| e.                                      | Disbursements made by third party for the benefit of the estate | \$0           | \$0        |
| f.                                      | Total disbursements for quarterly fee calculation (c+e)         | \$0           | \$0        |

| Part 2: Asset and Liability Status<br>(Not generally applicable to Individual Debtors. See Instructions.) |                                                                                                                                 | Current Month |
|-----------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------|---------------|
| a.                                                                                                        | Accounts receivable (total net of allowance)                                                                                    | \$0           |
| b.                                                                                                        | Accounts receivable over 90 days outstanding (net of allowance)                                                                 | \$0           |
| c.                                                                                                        | Inventory (Book <input checked="" type="radio"/> Market <input type="radio"/> Other <input type="radio"/> (attach explanation)) | \$0           |
| d.                                                                                                        | Total current assets                                                                                                            | \$0           |
| e.                                                                                                        | Total assets                                                                                                                    | \$0           |
| f.                                                                                                        | Postpetition payables (excluding taxes)                                                                                         | \$0           |
| g.                                                                                                        | Postpetition payables past due (excluding taxes)                                                                                | \$0           |
| h.                                                                                                        | Postpetition taxes payable                                                                                                      | \$0           |
| i.                                                                                                        | Postpetition taxes past due                                                                                                     | \$0           |
| j.                                                                                                        | Total postpetition debt (f+h)                                                                                                   | \$0           |
| k.                                                                                                        | Prepetition secured debt                                                                                                        | \$0           |
| l.                                                                                                        | Prepetition priority debt                                                                                                       | \$0           |
| m.                                                                                                        | Prepetition unsecured debt                                                                                                      | \$0           |
| n.                                                                                                        | Total liabilities (debt) (j+k+l+m)                                                                                              | \$0           |
| o.                                                                                                        | Ending equity/net worth (e-n)                                                                                                   | \$0           |

| Part 3: Assets Sold or Transferred |                                                                                                                   | Current Month | Cumulative |
|------------------------------------|-------------------------------------------------------------------------------------------------------------------|---------------|------------|
| a.                                 | Total cash sales price for assets sold/transferred outside the ordinary course of business                        | \$0           | \$0        |
| b.                                 | Total payments to third parties incident to assets being sold/transferred outside the ordinary course of business | \$0           | \$0        |
| c.                                 | Net cash proceeds from assets sold/transferred outside the ordinary course of business (a-b)                      | \$0           | \$0        |

| Part 4: Income Statement (Statement of Operations)<br>(Not generally applicable to Individual Debtors. See Instructions.) |                                                               | Current Month | Cumulative |
|---------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------|---------------|------------|
| a.                                                                                                                        | Gross income/sales (net of returns and allowances)            | \$0           |            |
| b.                                                                                                                        | Cost of goods sold (inclusive of depreciation, if applicable) | \$0           |            |
| c.                                                                                                                        | Gross profit (a-b)                                            | \$0           |            |
| d.                                                                                                                        | Selling expenses                                              | \$0           |            |
| e.                                                                                                                        | General and administrative expenses                           | \$0           |            |
| f.                                                                                                                        | Other expenses                                                | \$0           |            |
| g.                                                                                                                        | Depreciation and/or amortization (not included in 4b)         | \$0           |            |
| h.                                                                                                                        | Interest                                                      | \$0           |            |
| i.                                                                                                                        | Taxes (local, state, and federal)                             | \$0           |            |
| j.                                                                                                                        | Reorganization items                                          | \$0           |            |
| k.                                                                                                                        | Profit (loss)                                                 | \$0           | \$0        |

Debtor's Name Proterra Inc

Case No. 23-11120

**Part 5: Professional Fees and Expenses**

| a.     |                                                                           |                        | Approved<br>Current Month | Approved<br>Cumulative | Paid Current<br>Month | Paid<br>Cumulative |
|--------|---------------------------------------------------------------------------|------------------------|---------------------------|------------------------|-----------------------|--------------------|
|        | Debtor's professional fees & expenses (bankruptcy) <i>Aggregate Total</i> |                        | \$0                       | \$0                    | \$0                   | \$0                |
|        | <i>Itemized Breakdown by Firm</i>                                         |                        |                           |                        |                       |                    |
|        | Firm Name                                                                 | Role                   |                           |                        |                       |                    |
| i      | Paul, Weiss, Rifkind, Wharton &                                           | Lead Counsel           | \$0                       | \$0                    | \$0                   | \$0                |
| ii     | Young Conaway Stargatt & Tay                                              | Local Counsel          | \$0                       | \$0                    | \$0                   | \$0                |
| iii    | FTI Consulting, Inc.                                                      | Financial Professional | \$0                       | \$0                    | \$0                   | \$0                |
| iv     | Moelis & Company                                                          | Financial Professional | \$0                       | \$0                    | \$0                   | \$0                |
| v      | KPMG LLP                                                                  | Financial Professional | \$0                       | \$0                    | \$0                   | \$0                |
| vi     | Kurtzman Carson Consultants L                                             | Other                  | \$0                       | \$0                    | \$0                   | \$0                |
| vii    | Slaughter and May                                                         | Special Counsel        | \$0                       | \$0                    | \$0                   | \$0                |
| viii   | Rucki Fee Review, LLC                                                     | Other                  | \$0                       | \$0                    | \$0                   | \$0                |
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Debtor's Name Proterra Inc

Case No. 23-11120

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Debtor's Name **Proterra Inc**

Case No. 23-11120

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|      |                                                                              |                        | Approved<br>Current Month | Approved<br>Cumulative | Paid Current<br>Month | Paid<br>Cumulative |
|------|------------------------------------------------------------------------------|------------------------|---------------------------|------------------------|-----------------------|--------------------|
| b.   | Debtor's professional fees & expenses (nonbankruptcy) <i>Aggregate Total</i> |                        | \$0                       | \$0                    | \$0                   | \$0                |
|      | <i>Itemized Breakdown by Firm</i>                                            |                        |                           |                        |                       |                    |
|      | Firm Name                                                                    | Role                   |                           |                        |                       |                    |
| i    | BDO USA, LLP                                                                 | Financial Professional | \$0                       | \$0                    | \$0                   | \$0                |
| ii   | Greenberg Traurig, LLP                                                       | Other                  | \$0                       | \$0                    | \$0                   | \$0                |
| iii  | Ogletree, Deakins, Nash, Smoak                                               | Other                  | \$0                       | \$0                    | \$0                   | \$0                |
| iv   | Bookoff McAndrews PLLC                                                       | Other                  | \$0                       | \$0                    | \$0                   | \$0                |
| v    | Squire Patton Boggs (US) LLP                                                 | Other                  | \$0                       | \$0                    | \$0                   | \$0                |
| vi   | Womble Bond Dickinson (US)                                                   | Other                  | \$0                       | \$0                    | \$0                   | \$0                |
| vii  | Protiviti Inc.                                                               | Financial Professional | \$0                       | \$0                    | \$0                   | \$0                |
| viii | Demler Armstrong & Rowland                                                   | Other                  | \$0                       | \$0                    | \$0                   | \$0                |
| ix   | Rutan & Tucker, LLP                                                          | Other                  | \$0                       | \$0                    | \$0                   | \$0                |
| x    | The Doerner Group LLC                                                        | Other                  | \$0                       | \$0                    | \$0                   | \$0                |
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Debtor's Name Proterra Inc

Case No. 23-11120

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Debtor's Name Proterra Inc

Case No. 23-11120

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| lxxvii   |  |  |  |  |  |  |
| lxxviii  |  |  |  |  |  |  |
| lxxix    |  |  |  |  |  |  |
| lxxx     |  |  |  |  |  |  |
| lxxxi    |  |  |  |  |  |  |
| lxxxii   |  |  |  |  |  |  |
| lxxxiii  |  |  |  |  |  |  |
| lxxxiv   |  |  |  |  |  |  |
| lxxxv    |  |  |  |  |  |  |
| lxxxvi   |  |  |  |  |  |  |
| lxxxvii  |  |  |  |  |  |  |
| lxxxviii |  |  |  |  |  |  |
| lxxxix   |  |  |  |  |  |  |
| xc       |  |  |  |  |  |  |
| xc i     |  |  |  |  |  |  |
| xcii     |  |  |  |  |  |  |
| xciii    |  |  |  |  |  |  |
| xciv     |  |  |  |  |  |  |
| xcv      |  |  |  |  |  |  |
| xcvi     |  |  |  |  |  |  |
| xcvii    |  |  |  |  |  |  |
| xcviii   |  |  |  |  |  |  |

Debtor's Name Proterra Inc

Case No. 23-11120

|                                                          |      |  |  |     |     |     |     |
|----------------------------------------------------------|------|--|--|-----|-----|-----|-----|
| c.                                                       | xcix |  |  |     |     |     |     |
|                                                          | c    |  |  |     |     |     |     |
| All professional fees and expenses (debtor & committees) |      |  |  | \$0 | \$0 | \$0 | \$0 |

| Part 6: Postpetition Taxes |                                                               | Current Month | Cumulative |
|----------------------------|---------------------------------------------------------------|---------------|------------|
| a.                         | Postpetition income taxes accrued (local, state, and federal) | \$0           | \$0        |
| b.                         | Postpetition income taxes paid (local, state, and federal)    | \$0           | \$0        |
| c.                         | Postpetition employer payroll taxes accrued                   | \$0           | \$0        |
| d.                         | Postpetition employer payroll taxes paid                      | \$0           | \$0        |
| e.                         | Postpetition property taxes paid                              | \$0           | \$0        |
| f.                         | Postpetition other taxes accrued (local, state, and federal)  | \$0           | \$0        |
| g.                         | Postpetition other taxes paid (local, state, and federal)     | \$0           | \$0        |

**Part 7: Questionnaire - During this reporting period:**

- a. Were any payments made on prepetition debt? (if yes, see Instructions) Yes ☐ No ☒
- b. Were any payments made outside the ordinary course of business without court approval? (if yes, see Instructions) Yes ☐ No ☒
- c. Were any payments made to or on behalf of insiders? Yes ☐ No ☒
- d. Are you current on postpetition tax return filings? Yes ☒ No ☐
- e. Are you current on postpetition estimated tax payments? Yes ☒ No ☐
- f. Were all trust fund taxes remitted on a current basis? Yes ☒ No ☐
- g. Was there any postpetition borrowing, other than trade credit? (if yes, see Instructions) Yes ☐ No ☒
- h. Were all payments made to or on behalf of professionals approved by the court? Yes ☐ No ☐ N/A ☒
- i. Do you have:
- Worker's compensation insurance? Yes ☒ No ☐
  - If yes, are your premiums current? Yes ☒ No ☐ N/A ☐ (if no, see Instructions)
  - Casualty/property insurance? Yes ☒ No ☐
  - If yes, are your premiums current? Yes ☒ No ☐ N/A ☐ (if no, see Instructions)
  - General liability insurance? Yes ☒ No ☐
  - If yes, are your premiums current? Yes ☒ No ☐ N/A ☐ (if no, see Instructions)
- j. Has a plan of reorganization been filed with the court? Yes ☒ No ☐
- k. Has a disclosure statement been filed with the court? Yes ☒ No ☐
- l. Are you current with quarterly U.S. Trustee fees as set forth under 28 U.S.C. § 1930? Yes ☒ No ☐

Debtor's Name Proterra Inc

Case No. 23-11120

**Part 8: Individual Chapter 11 Debtors (Only)**

- |                                                                                                                                                               |       |     |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------|-------|-----|
| a. Gross income (receipts) from salary and wages                                                                                                              | _____ | \$0 |
| b. Gross income (receipts) from self-employment                                                                                                               | _____ | \$0 |
| c. Gross income from all other sources                                                                                                                        | _____ | \$0 |
| d. Total income in the reporting period (a+b+c)                                                                                                               | _____ | \$0 |
| e. Payroll deductions                                                                                                                                         | _____ | \$0 |
| f. Self-employment related expenses                                                                                                                           | _____ | \$0 |
| g. Living expenses                                                                                                                                            | _____ | \$0 |
| h. All other expenses                                                                                                                                         | _____ | \$0 |
| i. Total expenses in the reporting period (e+f+g+h)                                                                                                           | _____ | \$0 |
| j. Difference between total income and total expenses (d-i)                                                                                                   | _____ | \$0 |
| k. List the total amount of all postpetition debts that are past due                                                                                          | _____ | \$0 |
| l. Are you required to pay any Domestic Support Obligations as defined by 11 U.S.C. § 101(14A)? Yes <input type="radio"/> No <input checked="" type="radio"/> |       |     |
| m. If yes, have you made all Domestic Support Obligation payments? Yes <input type="radio"/> No <input type="radio"/> N/A <input checked="" type="radio"/>    |       |     |

**Privacy Act Statement**

28 U.S.C. § 589b authorizes the collection of this information, and provision of this information is mandatory under 11 U.S.C. §§ 704, 1106, and 1107. The United States Trustee will use this information to calculate statutory fee assessments under 28 U.S.C. § 1930(a)(6). The United States Trustee will also use this information to evaluate a chapter 11 debtor's progress through the bankruptcy system, including the likelihood of a plan of reorganization being confirmed and whether the case is being prosecuted in good faith. This information may be disclosed to a bankruptcy trustee or examiner when the information is needed to perform the trustee's or examiner's duties or to the appropriate federal, state, local, regulatory, tribal, or foreign law enforcement agency when the information indicates a violation or potential violation of law. Other disclosures may be made for routine purposes. For a discussion of the types of routine disclosures that may be made, you may consult the Executive Office for United States Trustee's systems of records notice, UST-001, "Bankruptcy Case Files and Associated Records." See 71 Fed. Reg. 59,818 et seq. (Oct. 11, 2006). A copy of the notice may be obtained at the following link: [http://www.justice.gov/ust/eo/rules\\_regulations/index.htm](http://www.justice.gov/ust/eo/rules_regulations/index.htm). Failure to provide this information could result in the dismissal or conversion of your bankruptcy case or other action by the United States Trustee. 11 U.S.C. § 1112(b)(4)(F).

**I declare under penalty of perjury that the foregoing Monthly Operating Report and its supporting documentation are true and correct and that I have been authorized to sign this report on behalf of the estate.**

/s/ Justin D. Pugh

Signature of Responsible Party

Chief Transformation Officer

Title

Justin D. Pugh

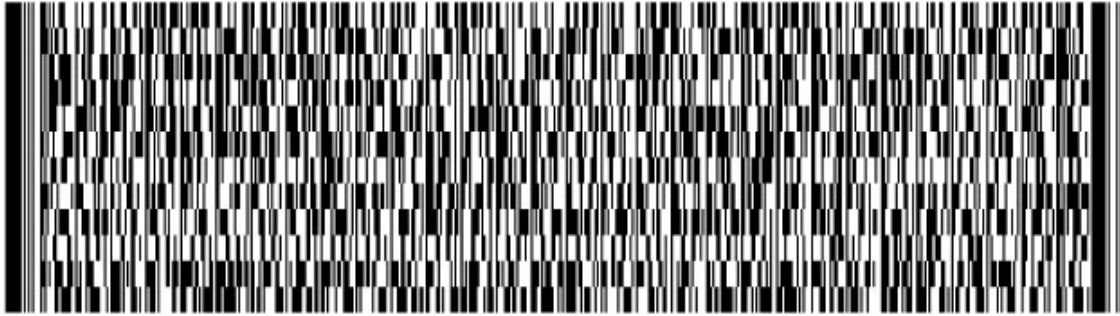
Printed Name of Responsible Party

02/21/2024

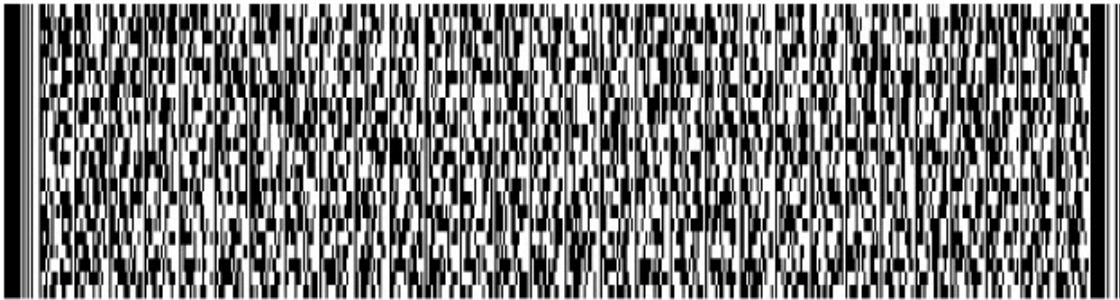
Date

Debtor's Name **Proterra Inc**

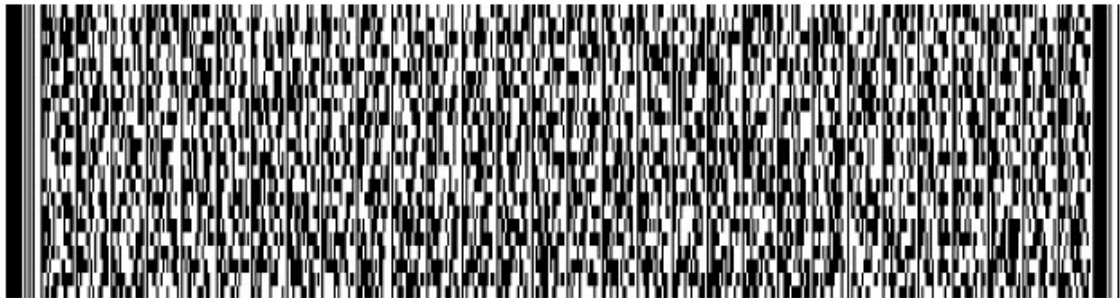
Case No. 23-11120



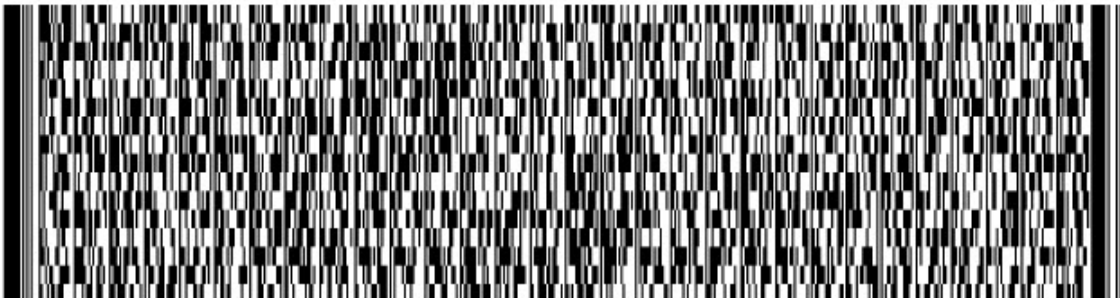
Page 1 of 1



Page number two



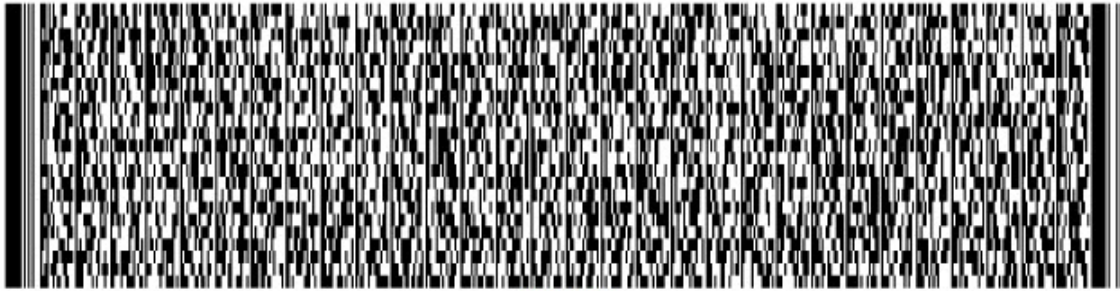
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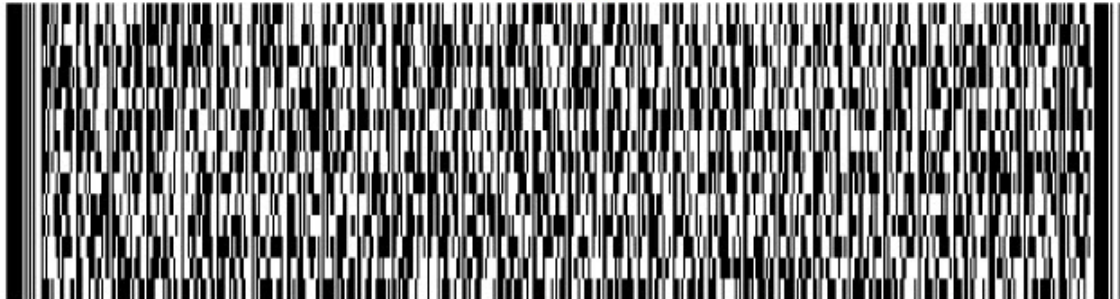
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Debtor's Name Proterra Inc

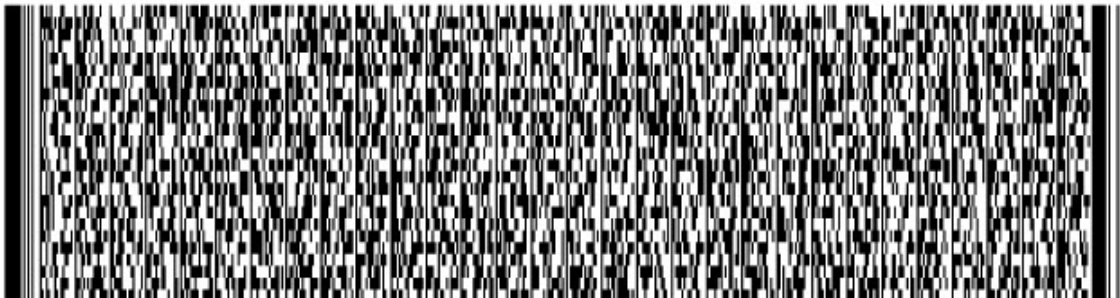
Case No. 23-11120



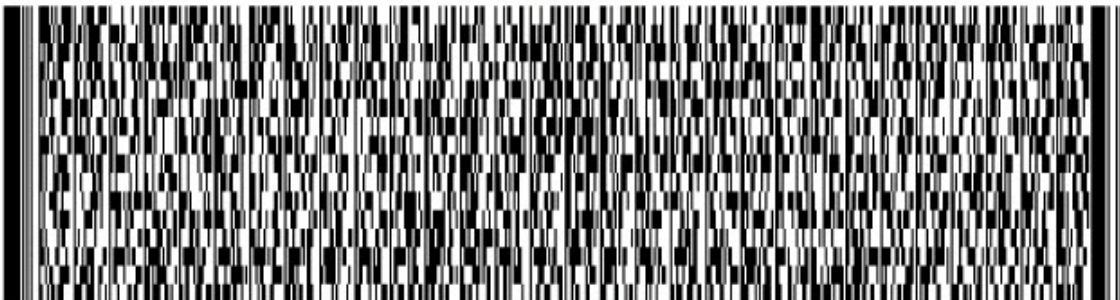
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Bankruptcy51to100



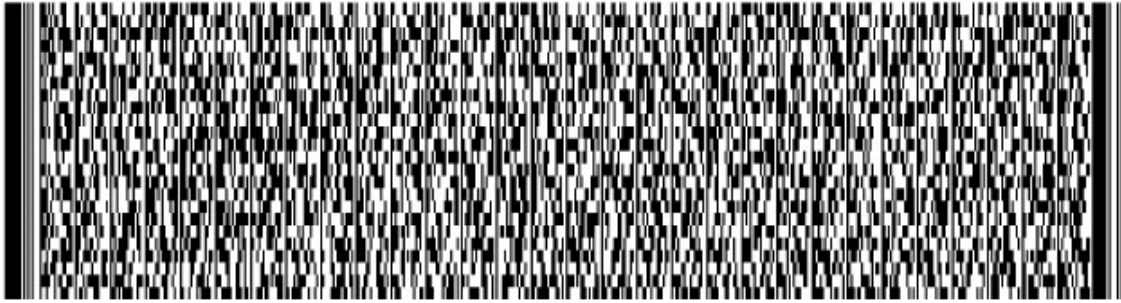
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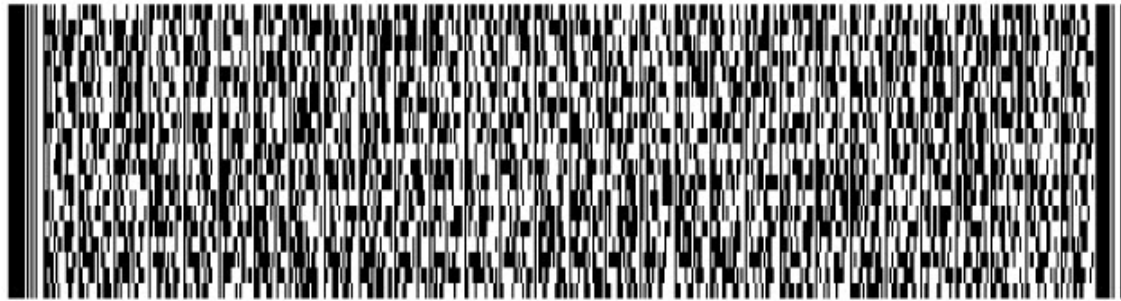
NonBankruptcy51to100

Debtor's Name Proterra Inc

Case No. 23-11120



PageThree



PageFour

In re: Proterra Inc. et al.

Case No.: 23-11120  
Reporting Period: 1/1/2024 - 1/31/2024

| Cash Receipts & Disbursements <sup>(1)</sup>                   |                           |   |                                              |
|----------------------------------------------------------------|---------------------------|---|----------------------------------------------|
|                                                                | Proterra Inc.<br>23-11120 |   | Proterra Operating Company, Inc.<br>23-11121 |
| Cash Receipts                                                  |                           |   |                                              |
| Receipts                                                       | \$                        | - | \$ 16,565,491                                |
| Other                                                          |                           | - | 6,688,353                                    |
| Total Cash Receipts <sup>(2)</sup>                             | \$                        | - | \$ 23,253,844                                |
| Operating Disbursements                                        |                           |   |                                              |
| Vendor Payments                                                | \$                        | - | \$ (9,709,361)                               |
| Payroll & Related                                              |                           | - | (10,074,114)                                 |
| Rent & Lease Payments                                          |                           | - | (40,230)                                     |
| Utilities                                                      |                           | - | (139,395)                                    |
| Freight & Shipping                                             |                           | - | (93,967)                                     |
| Taxes                                                          |                           | - | (1,197,061)                                  |
| Insurance                                                      |                           | - | (310,148)                                    |
| Engineering/Development Spend                                  |                           | - | -                                            |
| Total Operating Disbursements                                  | \$                        | - | \$ (21,564,277)                              |
| Operating Cash Flow                                            | \$                        | - | \$ 1,689,567                                 |
| Non-Operating Disbursements                                    |                           |   |                                              |
| Interest & Fees                                                | \$                        | - | \$ (2,255,782)                               |
| Professional Fees                                              |                           | - | (10,120,602)                                 |
| Other Restructuring                                            |                           | - | (784,521)                                    |
| Total Non-Operating Disbursements                              | \$                        | - | \$ (13,160,905)                              |
| Total Disbursements                                            | \$                        | - | \$ (34,725,182)                              |
| Net Cash Flow                                                  | \$                        | - | \$ (11,471,338)                              |
| Cash Roll Forward <sup>(3)</sup>                               |                           |   |                                              |
| Beginning Cash Balance                                         |                           | - | \$ 102,469,995                               |
| Net Cash Flow                                                  |                           | - | (11,471,338)                                 |
| Mark-to-Market of Short-Term Investment Account <sup>(2)</sup> |                           | - | 336,290                                      |
| Ending Cash Balance <sup>(4)</sup>                             | \$                        | - | \$ 91,334,948                                |

<sup>(1)</sup> All information contained herein is unaudited and subject to future adjustment.<sup>(2)</sup> The amount of Total Receipts presented in MOR Part 1(b) corresponds to the sum of Total Cash Receipts + Mark-to-Market of ST Investment Account.<sup>(3)</sup> Excludes restricted cash posted for surety bonds and deposits posted to third parties.<sup>(4)</sup> Additional restricted cash totaling \$12,433,804 is held by Philadelphia Indemnity Insurance Company as surety collateral, which is reflected in the Debtors 1/31/24 Balance Sheet.

In re: Proterra Inc. et al.

Case No.: 23-11120  
Reporting Period: 1/1/2024 - 1/31/2024

| Debtors' Balance Sheet (Unaudited) <sup>(1)</sup>                                             |                           |          |                                                 |
|-----------------------------------------------------------------------------------------------|---------------------------|----------|-------------------------------------------------|
|                                                                                               | Proterra Inc.<br>23-11120 |          | Proterra Operating Company,<br>Inc.<br>23-11121 |
| <b>ASSETS</b>                                                                                 |                           |          |                                                 |
| <b>CURRENT ASSETS</b>                                                                         |                           |          |                                                 |
| Cash and cash equivalents                                                                     | \$                        | -        | \$ 81,222,462                                   |
| Accounts receivable, net                                                                      |                           | -        | 53,512,442                                      |
| Short term investments                                                                        |                           | -        | -                                               |
| Inventory                                                                                     |                           | -        | 145,552,846                                     |
| Prepaid expenses and other current assets                                                     |                           | -        | 20,454,605                                      |
| Deferred costs of goods sold                                                                  |                           | -        | 317,065                                         |
| Restricted cash, current <sup>(2)</sup>                                                       |                           | -        | 22,546,290                                      |
| <b>TOTAL CURRENT ASSETS</b>                                                                   | <b>\$</b>                 | <b>-</b> | <b>\$ 323,605,710</b>                           |
| Property, plant, and equipment, net                                                           | \$                        | -        | \$ 94,001,160                                   |
| Operating lease right-of-use assets                                                           |                           | -        | 11,261,965                                      |
| Long-term inventory prepayment                                                                |                           | -        | -                                               |
| Other assets                                                                                  |                           | -        | 49,914,824                                      |
| <b>TOTAL ASSETS</b>                                                                           | <b>\$</b>                 | <b>-</b> | <b>\$ 478,783,659</b>                           |
| <b>LIABILITIES, CONVERTIBLE PREFERRED STOCK AND STOCKHOLDERS' DEFICIT CURRENT LIABILITIES</b> |                           |          |                                                 |
| Accounts payable                                                                              | \$                        | -        | \$ 5,846,369                                    |
| Taxes payable                                                                                 |                           | -        | 434,500                                         |
| Accrued liabilities                                                                           |                           | -        | 33,899,549                                      |
| Deferred revenue, current                                                                     |                           | -        | 1,691,531                                       |
| Operating lease liabilities, current                                                          |                           | -        | -                                               |
| Debt, current                                                                                 |                           | -        | 183,232,581                                     |
| Derivative liability                                                                          |                           | -        | -                                               |
| <b>TOTAL CURRENT LIABILITIES</b>                                                              | <b>\$</b>                 | <b>-</b> | <b>\$ 225,104,529</b>                           |
| Deferred revenue, non-current                                                                 | \$                        | -        | \$ -                                            |
| Operating lease liabilities, non-current                                                      |                           | -        | -                                               |
| Other long-term liabilities                                                                   |                           | -        | 8,227,211                                       |
| <b>TOTAL NON-CURRENT LIABILITIES</b>                                                          | <b>\$</b>                 | <b>-</b> | <b>\$ 8,227,211</b>                             |
| Liabilities Subject to Compromise                                                             | \$                        | -        | \$ 163,833,572                                  |
| <b>TOTAL LIABILITIES SUBJECT TO COMPROMISE</b>                                                | <b>\$</b>                 | <b>-</b> | <b>\$ 163,833,572</b>                           |
| <b>TOTAL LIABILITIES</b>                                                                      | <b>\$</b>                 | <b>-</b> | <b>\$ 397,165,312</b>                           |
| <b>STOCKHOLDERS' EQUITY</b>                                                                   |                           |          |                                                 |
| Common stock                                                                                  | \$                        | -        | \$ 22,491                                       |
| Preferred stock                                                                               |                           | -        | -                                               |
| Additional paid-in capital                                                                    |                           | -        | 1,640,997,940                                   |
| Accumulated deficit                                                                           |                           | -        | (1,559,402,084)                                 |
| Accumulated other comprehensive loss                                                          |                           | -        | -                                               |
| <b>TOTAL STOCKHOLDERS' EQUITY</b>                                                             | <b>\$</b>                 | <b>-</b> | <b>\$ 81,618,347</b>                            |
| <b>TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY</b>                                             | <b>\$</b>                 | <b>-</b> | <b>\$ 478,783,659</b>                           |

<sup>(1)</sup> All information contained herein is unaudited and subject to future adjustment.<sup>(2)</sup> This amount includes \$12,433,804 of restricted cash, which is held by Philadelphia Indemnity Insurance Company as surety collateral.

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In re: Proterra Inc. et al.

Case No.: 23-11120  
Reporting Period: 1/1/2024 - 1/31/2024

| Debtors' Statement of Operations (Unaudited) <sup>(1)</sup> |                           |   |                                              |
|-------------------------------------------------------------|---------------------------|---|----------------------------------------------|
|                                                             | Proterra Inc.<br>23-11120 |   | Proterra Operating Company, Inc.<br>23-11121 |
| Net Revenue:                                                |                           |   |                                              |
| Product revenue                                             | \$                        | - | \$ 7,682,261                                 |
| Parts and other service revenue                             |                           | - | 850,852                                      |
| Total Net Revenue                                           | \$                        | - | \$ 8,533,113                                 |
| Cost of Sales:                                              |                           |   |                                              |
| Product cost of goods sold                                  | \$                        | - | \$ 8,317,813                                 |
| Parts and other service cost of goods sold                  |                           | - | 7,792,110                                    |
| Total Cost of Sales                                         | \$                        | - | \$ 16,109,923                                |
| Gross Profit                                                | \$                        | - | \$ (7,576,810)                               |
| Research and Development                                    | \$                        | - | \$ 414,556                                   |
| Sales and Marketing                                         |                           | - | (145,883)                                    |
| Depreciation and/or amortization                            |                           | - | 465,345                                      |
| Selling, general, and administrative expense                |                           | - | 3,310,023                                    |
| Gain/(Loss) From Operations                                 | \$                        | - | \$ (11,620,851)                              |
| Interest income/(expense)                                   | \$                        | - | \$ (1,664,640)                               |
| Gain/(loss) on debt extinguishment                          |                           | - | -                                            |
| Gain/(loss) on valuation of derivative liability            |                           | - | -                                            |
| Other income/(expense), net                                 |                           | - | (364,436)                                    |
| Reorganization items                                        |                           | - | (67,705,144)                                 |
| Gain/(Loss) Before Income taxes                             | \$                        | - | \$ (81,355,071)                              |
| Income taxes                                                |                           | - | -                                            |
| Net Gain/(Loss)                                             | \$                        | - | \$ (81,355,071)                              |

<sup>(1)</sup> All information contained herein is unaudited and subject to future adjustment.

In re: Proterra Inc. et al.

Case No.: 23-11120  
Reporting Period: 1/1/2024 - 1/31/2024

| Accounts Receivable Balance (Unaudited) |         |             |              |              |              |           |
|-----------------------------------------|---------|-------------|--------------|--------------|--------------|-----------|
| Proterra Inc. (23-11120)                |         |             |              |              |              |           |
| A/R Aging                               | Current | 1 - 30 days | 31 - 60 days | 61 - 90 days | Over 90 days | Total A/R |
| Accounts Receivable                     | \$ -    | \$ -        | \$ -         | \$ -         | \$ -         | \$ -      |
| Bad Debt Expense                        | -       | -           | -            | -            | -            | -         |
| Total Accounts Receivable               | \$ -    | \$ -        | \$ -         | \$ -         | \$ -         | \$ -      |

| Proterra Operating Company, Inc. (23-11121) |               |               |               |              |               |               |
|---------------------------------------------|---------------|---------------|---------------|--------------|---------------|---------------|
| A/R Aging                                   | Current       | 1 - 30 days   | 31 - 60 days  | 61 - 90 days | Over 90 days  | Total A/R     |
| Accounts Receivable                         | \$ 15,732,904 | \$ 10,303,716 | \$ 20,984,612 | \$ 2,186,149 | \$ 21,497,267 | \$ 70,704,648 |
| Bad Debt Expense                            | -             | -             | (2,552)       | (1,284,003)  | (15,905,652)  | (17,192,206)  |
| Total Accounts Receivable                   | \$ 15,732,904 | \$ 10,303,716 | \$ 20,982,060 | \$ 902,147   | \$ 5,591,616  | \$ 53,512,442 |

In re: Proterra Inc. et al.

Case No.: 23-11120  
Reporting Period: 1/1/2024 - 1/31/2024

| Postpetition Accounts Payable Balance (Unaudited) |         |             |              |              |              |           |
|---------------------------------------------------|---------|-------------|--------------|--------------|--------------|-----------|
| Proterra Inc. (23-11120)                          |         |             |              |              |              |           |
| A/P Aging                                         | Current | 1 - 30 days | 31 - 60 days | 61 - 90 days | Over 90 days | Total A/P |
| Trade Payables                                    | \$ -    | \$ -        | \$ -         | \$ -         | \$ -         | \$ -      |
| Tax Payables                                      | -       | -           | -            | -            | -            | -         |
| Total Post-Petition Payables                      | \$ -    | \$ -        | \$ -         | \$ -         | \$ -         | \$ -      |

| Proterra Operating Company, Inc. (23-11121) |              |              |              |              |              |              |
|---------------------------------------------|--------------|--------------|--------------|--------------|--------------|--------------|
| A/P Aging                                   | Current      | 1 - 30 days  | 31 - 60 days | 61 - 90 days | Over 90 days | Total A/P    |
| Trade Payables                              | \$ 3,917,067 | \$ 1,461,592 | \$ 467,709   | \$ -         | \$ -         | \$ 5,846,369 |
| Tax Payables                                | 127,619      | 38,771       | 35,543       | 37,000       | 195,567      | 434,500      |
| Total Post-Petition Payables                | \$ 4,044,686 | \$ 1,500,363 | \$ 503,252   | \$ 37,000    | \$ 195,567   | \$ 6,280,868 |

In re: Proterra Inc. et al.

Case No.:  
Reporting Period:23-11120  
1/1/2024 - 1/31/2024

| Bank Account Information             |                                            |                       |                                   |                             |
|--------------------------------------|--------------------------------------------|-----------------------|-----------------------------------|-----------------------------|
| Legal Entity                         | Account Type                               | Bank Name             | Account Number<br>(last 4 digits) | Bank Balance <sup>(1)</sup> |
| Proterra Operating Company, Inc.     | Concentration Account                      | Bank of America, N.A. | 5378                              | \$ 2,810,578                |
| Proterra Operating Company, Inc.     | Cash Sweep Account - Lockbox               | Bank of America, N.A. | 0802                              | -                           |
| Proterra Operating Company, Inc.     | Payroll Account                            | Bank of America, N.A. | 0807                              | 1,318,291                   |
| Proterra Operating Company, Inc.     | Zero Balance Account - Operating           | Bank of America, N.A. | 0548                              | -                           |
| Proterra Operating Company, Inc.     | AP Account                                 | Bank of America, N.A. | 2116                              | 2,584,178                   |
| Proterra Operating Company, Inc.     | 363 Sale Account                           | Bank of America, N.A. | 9600                              | 3,005,826                   |
| Proterra Operating Company, Inc.     | Working Capital Management Account         | Merrill Lynch         | 3373                              | 71,582,152                  |
| Proterra Operating Company, Inc.     | Operating Account                          | Silicon Valley Bank   | 8094                              | (569)                       |
| Proterra Operating Company, Inc.     | Money Market Account                       | Silicon Valley Bank   | 2469                              | -                           |
| Total Cash [Bank Balance]            |                                            |                       |                                   | \$ 81,900,455               |
| Less Outstanding Checks              |                                            |                       |                                   | (77,993)                    |
| Total Cash [Book Balance]            |                                            |                       |                                   | \$ 81,222,462               |
| Restricted Cash                      |                                            |                       |                                   |                             |
| Proterra Operating Company, Inc.     | Cash Collateral Account                    | Silicon Valley Bank   | 7619                              | \$ 131,470                  |
| Proterra Operating Company, Inc.     | Adequate Assurance Account                 | Bank of America, N.A. | 9582                              | 507,488                     |
| Proterra Operating Company, Inc.     | Self-Insured Claims Escrow Account         | Bank of America, N.A. | 9587                              | -                           |
| Proterra Operating Company, Inc.     | Professional Fee Escrow Account            | Bank of America, N.A. | 9624                              | -                           |
| Proterra Operating Company, Inc.     | Collateral Account (LC)                    | Bank of America, N.A. | 9020                              | 9,473,528                   |
| Proterra Operating Company, Inc.     | Liquidation Account (Liquidation Proceeds) | Bank of America, N.A. | 9603                              | -                           |
| Total Restricted Cash <sup>(2)</sup> |                                            |                       |                                   | \$ 10,112,486               |

<sup>(1)</sup> All amounts are in USD.<sup>(2)</sup> Additional restricted cash totaling \$12,433,804 is held by Philadelphia Indemnity Insurance Company as surety collateral, which is reflected in the Debtors 1/31/24 Balance Sheet.

In re: Proterra Inc. et al.

Case No.: 23-11120  
 Reporting Period: 1/1/2024 - 1/31/2024

| Schedule of Payments to Insiders |                          |        |         |
|----------------------------------|--------------------------|--------|---------|
| Item                             | Title                    | Amount |         |
| Chris Bailey                     | Chief Business Officer   | \$     | 30,829  |
| David S. Black                   | Chief Financial Officer  |        | 35,011  |
| Labkhand S. Dadyar               | Chief People Officer     |        | 6,731   |
| Jeffrey D. Embt                  | Chief Accounting Officer |        | 22,357  |
| Dustin L. Grace                  | Chief Technology Officer |        | 28,906  |
| Gareth T. Joyce                  | Chief Executive Officer  |        | 39,504  |
| Jeffrey E. Mitchell              | General Counsel          |        | 25,855  |
| Julian Soell                     | Chief Operating Officer  |        | 31,027  |
| Jill Frizzley                    | Board Member             |        | 35,000  |
| Brook Porter                     | Board Member             |        | 15,000  |
| Constance Skidmore               | Board Member             |        | 16,250  |
| Jan R. Hauser                    | Board Member             |        | 25,000  |
| Jeannine P. Sargent              | Board Member             |        | 16,250  |
| Mary L. Krakauer                 | Board Member             |        | 26,250  |
| Michael D. Smith                 | Board Member             |        | 15,000  |
| Roger M. Nielsen                 | Board Member             |        | 27,500  |
| Total                            |                          | \$     | 396,470 |

In re: Proterra Inc. et al.

Case No.:  
Reporting Period:

23-11120  
1/1/2024 - 1/31/2024

**Bank Reconciliations**

The Debtors hereby submit this attestation regarding bank account reconciliations in lieu of providing copies of bank statements, bank reconciliations and journal entries.

The Debtors' standard practice is to ensure that bank reconciliations are completed before closing the books each reporting period. I attest that each of the Debtors' bank accounts has been reconciled in accordance with their standard practices.

/s/ Justin D. Pugh  
Signature of Authorized Individual

2/21/2024  
Date

Justin D. Pugh  
Printed Name of Authorized Individual

Chief Transformation Officer  
Title of Authorized Individual

In re: Proterra Inc. et al.

Case No.: 23-11120  
Reporting Period: 1/1/2024 - 1/31/2024

**Part 7: Question A**

**Were any payments made on prepetition debt?**

To the extent any payments were made on account of prepetition claims following the commencement of these Chapter 11 Cases pursuant to the authority granted to the Debtors by the Bankruptcy Court under the First Day Orders, such payments have been included in the MOR.

In re: Proterra Inc. et al.

Case No.: 23-11120  
Reporting Period: 1/1/2024 - 1/31/2024

**Part 7: Questions D & E**

**Are you current on postpetition estimated tax payments?**

USD 185,502 in taxes are owed to British Columbia Ministry of Finance and Canada Revenue Agency. The Debtors intend to file the applicable tax returns and pay these taxes as soon as possible, upon the completion of accounting work by Deloitte, their Canadian auditor. Pursuant to DI 219 and DI 212, the Debtor intends to engage Deloitte after their OCP application is deemed approved.

In re: Proterra, Inc.

Case No.: 23-11120  
Reporting Period: 1/1/2024 - 1/31/2024

**Monthly Operating Report - Company Information**

**Debtor's Full-Time Employees (current): 0**

Note: The full employee headcount pertaining to the Debtors is detailed in the MOR for Proterra Operating Inc. This may encompass certain employment agreements executed with Proterra, Inc.

In re: Proterra Inc. et al.

Case No.: 23-11120  
Reporting Period: 1/1/2024 - 1/31/2024

| Schedule of Assets Sold or Transferred                                |                     |                                  |           |              |
|-----------------------------------------------------------------------|---------------------|----------------------------------|-----------|--------------|
| Asset                                                                 | Buyer               | Debtor                           | Sale Date | Amount       |
| Proterra Transit Business (excl. Battery Lease Assets) <sup>(1)</sup> | Phoenix Motor, Inc. | Proterra Operating Company, Inc. | 1/11/2024 | \$ 3,500,000 |
|                                                                       |                     |                                  | Total     | \$ 3,500,000 |

<sup>(1)</sup> On January 9, 2024, the United States Bankruptcy Court for the District of Delaware entered an order [Docket No. 833] authorizing the sale of the Transit Assets to Phoenix Motor, Inc. in exchange for a cash purchase price of \$3.5 million plus certain assumed liabilities.

In re: Proterra, Inc.

Case No.: 23-11120  
Reporting Period: 1/1/2024 - 1/31/2024

**Monthly Operating Report - Company Information**

**Cautionary Statement Regarding the Monthly Operating Reports**

The Company cautions investors and potential investors not to place undue reliance upon the information contained in the Monthly Operating Reports, which were not prepared for the purpose of providing the basis for an investment decision relating to any of the securities of the Company. The Monthly Operating Reports are limited in scope, cover a limited time period, and have been prepared solely for the purpose of complying with the reporting requirements of the Bankruptcy Court. The Monthly Operating Reports were not audited or reviewed by independent accountants, were not prepared in accordance with generally accepted accounting principles in the United States of America ("GAAP"), are in a format prescribed by applicable bankruptcy rules and guidelines, and are subject to future adjustment and reconciliation. Furthermore, the monthly financial information contained in the Monthly Operating Reports has not been subjected to the same level of accounting review and testing that the Debtors apply when preparing their quarterly and annual consolidated financial information in accordance with GAAP. Accordingly, upon the application of such procedures, the Debtors believe that the financial information may be subject to change, and these changes could be material. There can be no assurance that, from the perspective of an investor or potential investor in the Company's securities, the Monthly Operating Reports are complete. Results and projections set forth in the Monthly Operating Reports should not be viewed as indicative of future results.

UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In Re. Proterra Operating Company, Inc.

§  
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Case No. 23-11121

Debtor(s)

Lead Case No. 23-11120

☒ Jointly Administered**Monthly Operating Report**

Chapter 11

Reporting Period Ended: 01/31/2024

Petition Date: 08/07/2023

Months Pending: 6

Industry Classification: 3 3 6 1

Reporting Method: Accrual Basis ☒Cash Basis ☐

Debtor's Full-Time Employees (current):

454

Debtor's Full-Time Employees (as of date of order for relief):

939

**Supporting Documentation** (check all that are attached):

(For jointly administered debtors, any required schedules must be provided on a non-consolidated basis for each debtor)

- ☒ Statement of cash receipts and disbursements
- ☒ Balance sheet containing the summary and detail of the assets, liabilities and equity (net worth) or deficit
- ☒ Statement of operations (profit or loss statement)
- ☒ Accounts receivable aging
- ☒ Postpetition liabilities aging
- ☐ Statement of capital assets
- ☐ Schedule of payments to professionals
- ☒ Schedule of payments to insiders
- ☒ All bank statements and bank reconciliations for the reporting period
- ☒ Description of the assets sold or transferred and the terms of the sale or transfer

/s/ Andrew L. Magaziner

Signature of Responsible Party

02/21/2024

Date

Andrew L. Magaziner

Printed Name of Responsible Party

Young Conaway Stargatt & Taylor, LLP  
1000 North King St, Wilmington, DE 19801  
Address

STATEMENT: This Periodic Report is associated with an open bankruptcy case; therefore § 1320.4(a)(2) applies.



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Debtor's Name Proterra Operating Company, Inc.

Case No. 23-11121

| Part 1: Cash Receipts and Disbursements |                                                                 | Current Month | Cumulative    |
|-----------------------------------------|-----------------------------------------------------------------|---------------|---------------|
| a.                                      | Cash balance beginning of month                                 | \$102,469,995 |               |
| b.                                      | Total receipts (net of transfers between accounts)              | \$23,590,134  | \$152,875,422 |
| c.                                      | Total disbursements (net of transfers between accounts)         | \$34,725,182  | \$199,440,047 |
| d.                                      | Cash balance end of month (a+b-c)                               | \$91,334,948  |               |
| e.                                      | Disbursements made by third party for the benefit of the estate | \$0           | \$0           |
| f.                                      | Total disbursements for quarterly fee calculation (c+e)         | \$34,725,182  | \$199,440,047 |

| Part 2: Asset and Liability Status<br>(Not generally applicable to Individual Debtors. See Instructions.) |                                                                                                                                 | Current Month |
|-----------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------|---------------|
| a.                                                                                                        | Accounts receivable (total net of allowance)                                                                                    | \$53,512,442  |
| b.                                                                                                        | Accounts receivable over 90 days outstanding (net of allowance)                                                                 | \$5,591,616   |
| c.                                                                                                        | Inventory (Book <input checked="" type="radio"/> Market <input type="radio"/> Other <input type="radio"/> (attach explanation)) | \$145,552,846 |
| d.                                                                                                        | Total current assets                                                                                                            | \$323,605,710 |
| e.                                                                                                        | Total assets                                                                                                                    | \$478,783,659 |
| f.                                                                                                        | Postpetition payables (excluding taxes)                                                                                         | \$49,664,660  |
| g.                                                                                                        | Postpetition payables past due (excluding taxes)                                                                                | \$1,929,302   |
| h.                                                                                                        | Postpetition taxes payable                                                                                                      | \$434,500     |
| i.                                                                                                        | Postpetition taxes past due                                                                                                     | \$306,881     |
| j.                                                                                                        | Total postpetition debt (f+h)                                                                                                   | \$50,099,159  |
| k.                                                                                                        | Prepetition secured debt                                                                                                        | \$183,232,581 |
| l.                                                                                                        | Prepetition priority debt                                                                                                       | \$0           |
| m.                                                                                                        | Prepetition unsecured debt                                                                                                      | \$163,833,572 |
| n.                                                                                                        | Total liabilities (debt) (j+k+l+m)                                                                                              | \$397,165,312 |
| o.                                                                                                        | Ending equity/net worth (e-n)                                                                                                   | \$81,618,348  |

| Part 3: Assets Sold or Transferred |                                                                                                                   | Current Month | Cumulative  |
|------------------------------------|-------------------------------------------------------------------------------------------------------------------|---------------|-------------|
| a.                                 | Total cash sales price for assets sold/transferred outside the ordinary course of business                        | \$3,500,000   | \$3,500,000 |
| b.                                 | Total payments to third parties incident to assets being sold/transferred outside the ordinary course of business | \$0           | \$0         |
| c.                                 | Net cash proceeds from assets sold/transferred outside the ordinary course of business (a-b)                      | \$3,500,000   | \$3,500,000 |

| Part 4: Income Statement (Statement of Operations)<br>(Not generally applicable to Individual Debtors. See Instructions.) |                                                               | Current Month | Cumulative     |
|---------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------|---------------|----------------|
| a.                                                                                                                        | Gross income/sales (net of returns and allowances)            | \$8,533,113   |                |
| b.                                                                                                                        | Cost of goods sold (inclusive of depreciation, if applicable) | \$16,109,923  |                |
| c.                                                                                                                        | Gross profit (a-b)                                            | \$-7,576,810  |                |
| d.                                                                                                                        | Selling expenses                                              | \$-145,883    |                |
| e.                                                                                                                        | General and administrative expenses                           | \$3,724,579   |                |
| f.                                                                                                                        | Other expenses                                                | \$-364,436    |                |
| g.                                                                                                                        | Depreciation and/or amortization (not included in 4b)         | \$465,345     |                |
| h.                                                                                                                        | Interest                                                      | \$-1,664,640  |                |
| i.                                                                                                                        | Taxes (local, state, and federal)                             | \$0           |                |
| j.                                                                                                                        | Reorganization items                                          | \$-67,705,144 |                |
| k.                                                                                                                        | Profit (loss)                                                 | \$-81,355,071 | \$-159,258,507 |

Debtor's Name Proterra Operating Company, Inc.

Case No. 23-11121

**Part 5: Professional Fees and Expenses**

| a.     |                                                                           |                        | Approved<br>Current Month | Approved<br>Cumulative | Paid Current<br>Month | Paid<br>Cumulative |
|--------|---------------------------------------------------------------------------|------------------------|---------------------------|------------------------|-----------------------|--------------------|
|        | Debtor's professional fees & expenses (bankruptcy) <i>Aggregate Total</i> |                        | \$3,199,679               | \$12,491,638           | \$3,199,679           | \$12,491,638       |
|        | <i>Itemized Breakdown by Firm</i>                                         |                        |                           |                        |                       |                    |
|        | Firm Name                                                                 | Role                   |                           |                        |                       |                    |
| i      | Paul, Weiss, Rifkind, Wharton &                                           | Lead Counsel           | \$0                       | \$0                    | \$0                   | \$0                |
| ii     | Young Conaway Stargatt & Tay                                              | Local Counsel          | \$0                       | \$0                    | \$0                   | \$0                |
| iii    | FTI Consulting, Inc.                                                      | Financial Professional | \$3,021,570               | \$10,812,824           | \$3,021,570           | \$10,812,824       |
| iv     | Moelis & Company                                                          | Financial Professional | \$0                       | \$0                    | \$0                   | \$0                |
| v      | KPMG LLP                                                                  | Financial Professional | \$0                       | \$0                    | \$0                   | \$0                |
| vi     | Kurtzman Carson Consultants L                                             | Other                  | \$178,109                 | \$1,678,813            | \$178,109             | \$1,678,813        |
| vii    | Slaughter and May                                                         | Special Counsel        | \$0                       | \$0                    | \$0                   | \$0                |
| viii   | Rucki Fee Review, LLC                                                     | Other                  | \$0                       | \$0                    | \$0                   | \$0                |
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Debtor's Name Proterra Operating Company, Inc.

Case No. 23-11121

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Debtor's Name Protterra Operating Company, Inc.

Case No. 23-11121

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| b.   |                                                                              |                        | Approved<br>Current Month | Approved<br>Cumulative | Paid Current<br>Month | Paid<br>Cumulative |
|------|------------------------------------------------------------------------------|------------------------|---------------------------|------------------------|-----------------------|--------------------|
|      | Debtor's professional fees & expenses (nonbankruptcy) <i>Aggregate Total</i> |                        | \$16,973                  | \$985,244              | \$16,973              | \$985,244          |
|      | <i>Itemized Breakdown by Firm</i>                                            |                        |                           |                        |                       |                    |
|      | Firm Name                                                                    | Role                   |                           |                        |                       |                    |
| i    | BDO USA, LLP                                                                 | Financial Professional | \$0                       | \$32,490               | \$0                   | \$32,490           |
| ii   | Greenberg Traurig, LLP                                                       | Other                  | \$1,742                   | \$30,549               | \$1,742               | \$30,549           |
| iii  | Ogletree, Deakins, Nash, Smoak                                               | Other                  | \$24                      | \$49,005               | \$24                  | \$49,005           |
| iv   | Bookoff McAndrews PLLC                                                       | Other                  | \$0                       | \$36,762               | \$0                   | \$36,762           |
| v    | Squire Patton Boggs (US) LLP                                                 | Other                  | \$3,414                   | \$67,610               | \$3,414               | \$67,610           |
| vi   | Womble Bond Dickinson (US)                                                   | Other                  | \$0                       | \$7,036                | \$0                   | \$7,036            |
| vii  | Protiviti Inc.                                                               | Financial Professional | \$0                       | \$750,000              | \$0                   | \$750,000          |
| viii | Demler Armstrong & Rowland                                                   | Other                  | \$9,193                   | \$9,193                | \$9,193               | \$9,193            |
| ix   | Rutan & Tucker, LLP                                                          | Other                  | \$2,600                   | \$2,600                | \$2,600               | \$2,600            |
| x    | The Doerr Group LLC                                                          | Other                  | \$0                       | \$0                    | \$0                   | \$0                |
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Debtor's Name Protterra Operating Company, Inc.

Case No. 23-11121

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Debtor's Name Proterra Operating Company, Inc.

Case No. 23-11121

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| xc i     |  |  |  |  |  |  |
| xc ii    |  |  |  |  |  |  |
| xc iii   |  |  |  |  |  |  |
| xc iv    |  |  |  |  |  |  |
| xc v     |  |  |  |  |  |  |
| xc vi    |  |  |  |  |  |  |
| xc vii   |  |  |  |  |  |  |
| xc viii  |  |  |  |  |  |  |

Debtor's Name Protterra Operating Company, Inc.

Case No. 23-11121

|                                                          |      |  |             |              |             |              |
|----------------------------------------------------------|------|--|-------------|--------------|-------------|--------------|
| c.                                                       | xcix |  |             |              |             |              |
|                                                          | c    |  |             |              |             |              |
| All professional fees and expenses (debtor & committees) |      |  | \$3,216,652 | \$13,476,882 | \$3,216,652 | \$13,476,882 |

| Part 6: Postpetition Taxes |                                                               | Current Month | Cumulative  |
|----------------------------|---------------------------------------------------------------|---------------|-------------|
| a.                         | Postpetition income taxes accrued (local, state, and federal) | \$185,502     | \$899,986   |
| b.                         | Postpetition income taxes paid (local, state, and federal)    | \$0           | \$0         |
| c.                         | Postpetition employer payroll taxes accrued                   | \$123,483     | \$4,165,274 |
| d.                         | Postpetition employer payroll taxes paid                      | \$459,119     | \$2,764,596 |
| e.                         | Postpetition property taxes paid                              | \$129,687     | \$895,351   |
| f.                         | Postpetition other taxes accrued (local, state, and federal)  | \$382,310     | \$2,089,441 |
| g.                         | Postpetition other taxes paid (local, state, and federal)     | \$0           | \$0         |

**Part 7: Questionnaire - During this reporting period:**

- a. Were any payments made on prepetition debt? (if yes, see Instructions) Yes ☒ No ☐
- b. Were any payments made outside the ordinary course of business without court approval? (if yes, see Instructions) Yes ☐ No ☒
- c. Were any payments made to or on behalf of insiders? Yes ☒ No ☐
- d. Are you current on postpetition tax return filings? Yes ☐ No ☒
- e. Are you current on postpetition estimated tax payments? Yes ☐ No ☒
- f. Were all trust fund taxes remitted on a current basis? Yes ☒ No ☐
- g. Was there any postpetition borrowing, other than trade credit? (if yes, see Instructions) Yes ☐ No ☒
- h. Were all payments made to or on behalf of professionals approved by the court? Yes ☒ No ☐ N/A ☐
- i. Do you have:
- Worker's compensation insurance? Yes ☒ No ☐
  - If yes, are your premiums current? Yes ☒ No ☐ N/A ☐ (if no, see Instructions)
  - Casualty/property insurance? Yes ☒ No ☐
  - If yes, are your premiums current? Yes ☒ No ☐ N/A ☐ (if no, see Instructions)
  - General liability insurance? Yes ☒ No ☐
  - If yes, are your premiums current? Yes ☒ No ☐ N/A ☐ (if no, see Instructions)
- j. Has a plan of reorganization been filed with the court? Yes ☒ No ☐
- k. Has a disclosure statement been filed with the court? Yes ☒ No ☐
- l. Are you current with quarterly U.S. Trustee fees as set forth under 28 U.S.C. § 1930? Yes ☒ No ☐

Debtor's Name Protterra Operating Company, Inc.

Case No. 23-11121

**Part 8: Individual Chapter 11 Debtors (Only)**

- |                                                                                                                                                               |       |     |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------|-------|-----|
| a. Gross income (receipts) from salary and wages                                                                                                              | _____ | \$0 |
| b. Gross income (receipts) from self-employment                                                                                                               | _____ | \$0 |
| c. Gross income from all other sources                                                                                                                        | _____ | \$0 |
| d. Total income in the reporting period (a+b+c)                                                                                                               | _____ | \$0 |
| e. Payroll deductions                                                                                                                                         | _____ | \$0 |
| f. Self-employment related expenses                                                                                                                           | _____ | \$0 |
| g. Living expenses                                                                                                                                            | _____ | \$0 |
| h. All other expenses                                                                                                                                         | _____ | \$0 |
| i. Total expenses in the reporting period (e+f+g+h)                                                                                                           | _____ | \$0 |
| j. Difference between total income and total expenses (d-i)                                                                                                   | _____ | \$0 |
| k. List the total amount of all postpetition debts that are past due                                                                                          | _____ | \$0 |
| l. Are you required to pay any Domestic Support Obligations as defined by 11 U.S.C. § 101(14A)? Yes <input type="radio"/> No <input checked="" type="radio"/> |       |     |
| m. If yes, have you made all Domestic Support Obligation payments? Yes <input type="radio"/> No <input type="radio"/> N/A <input checked="" type="radio"/>    |       |     |

**Privacy Act Statement**

28 U.S.C. § 589b authorizes the collection of this information, and provision of this information is mandatory under 11 U.S.C. §§ 704, 1106, and 1107. The United States Trustee will use this information to calculate statutory fee assessments under 28 U.S.C. § 1930(a)(6). The United States Trustee will also use this information to evaluate a chapter 11 debtor's progress through the bankruptcy system, including the likelihood of a plan of reorganization being confirmed and whether the case is being prosecuted in good faith. This information may be disclosed to a bankruptcy trustee or examiner when the information is needed to perform the trustee's or examiner's duties or to the appropriate federal, state, local, regulatory, tribal, or foreign law enforcement agency when the information indicates a violation or potential violation of law. Other disclosures may be made for routine purposes. For a discussion of the types of routine disclosures that may be made, you may consult the Executive Office for United States Trustee's systems of records notice, UST-001, "Bankruptcy Case Files and Associated Records." See 71 Fed. Reg. 59,818 et seq. (Oct. 11, 2006). A copy of the notice may be obtained at the following link: [http://www.justice.gov/ust/eo/rules\\_regulations/index.htm](http://www.justice.gov/ust/eo/rules_regulations/index.htm). Failure to provide this information could result in the dismissal or conversion of your bankruptcy case or other action by the United States Trustee. 11 U.S.C. § 1112(b)(4)(F).

**I declare under penalty of perjury that the foregoing Monthly Operating Report and its supporting documentation are true and correct and that I have been authorized to sign this report on behalf of the estate.**

/s/ Justin D. Pugh

Signature of Responsible Party

Chief Transformation Officer

Title

Justin D. Pugh

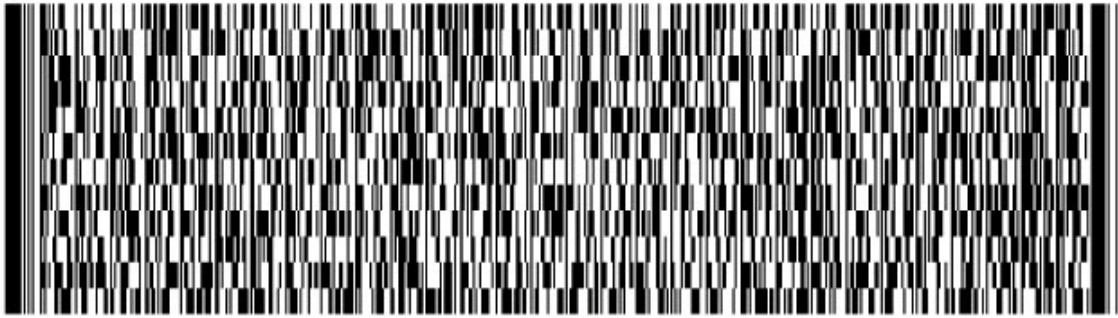
Printed Name of Responsible Party

02/21/2024

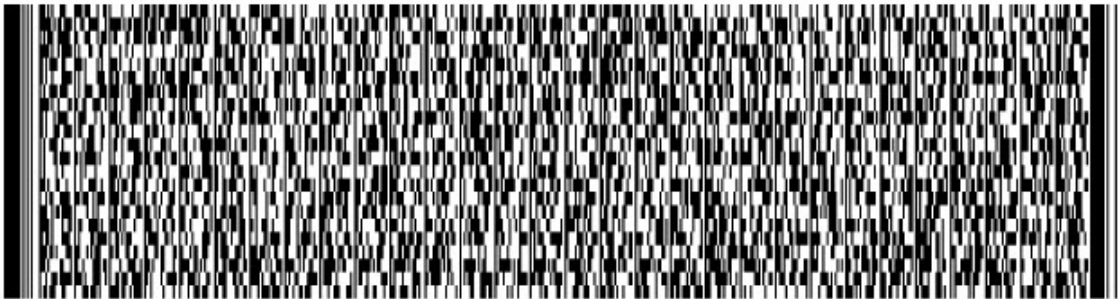
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Debtor's Name Proterra Operating Company, Inc.

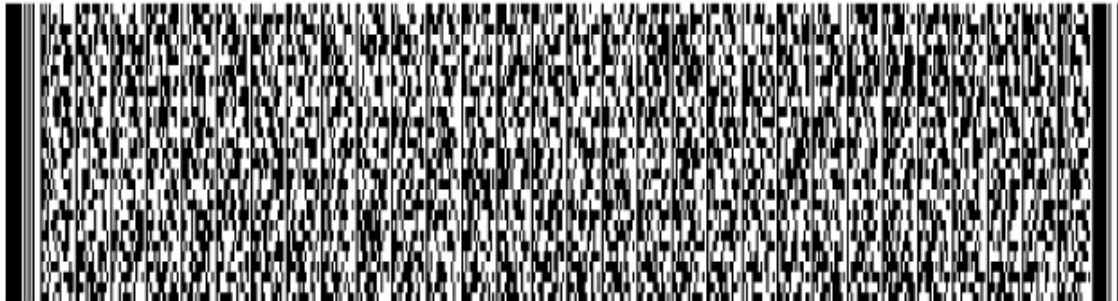
Case No. 23-11121



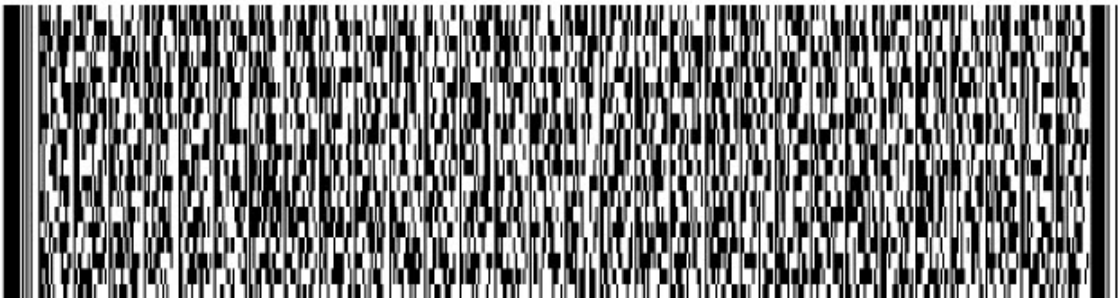
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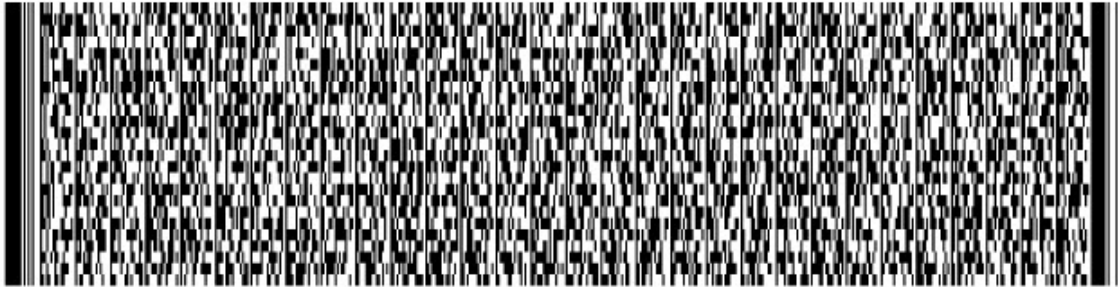
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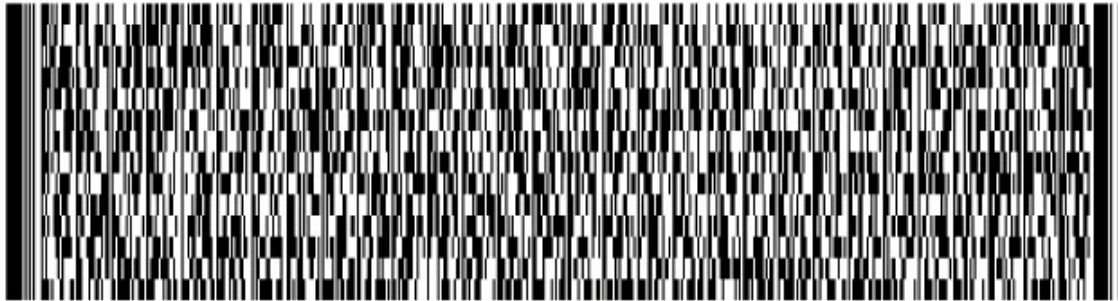
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Debtor's Name Proterra Operating Company, Inc.

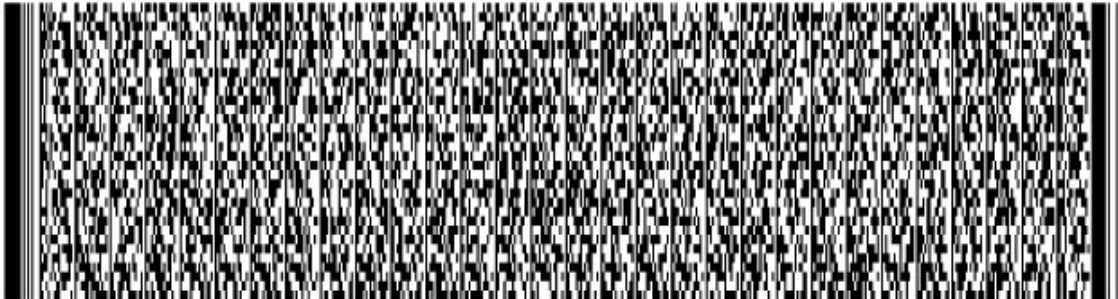
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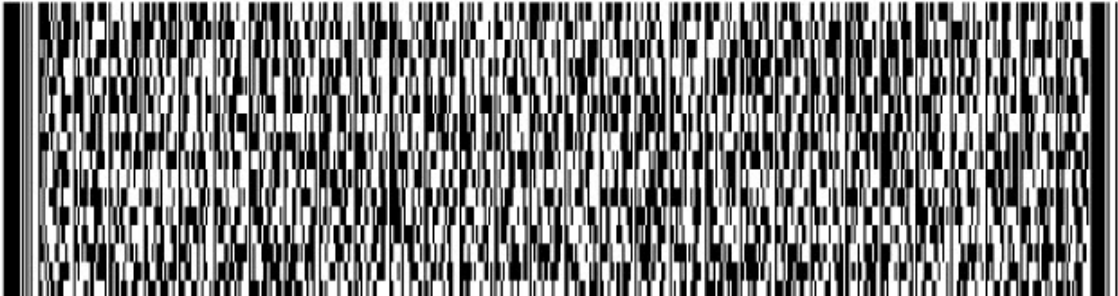
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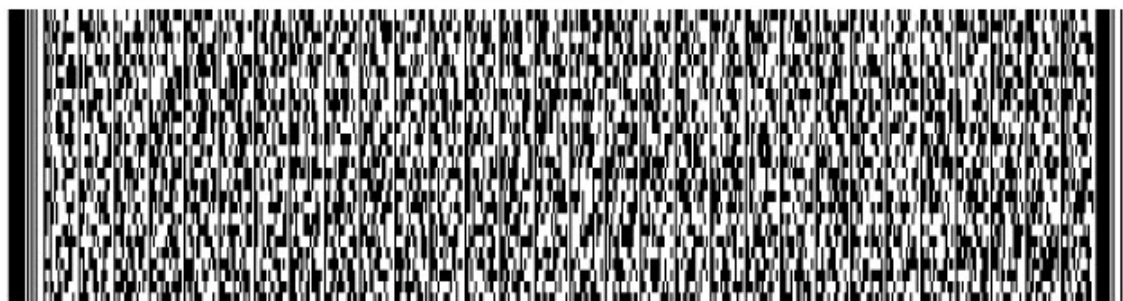
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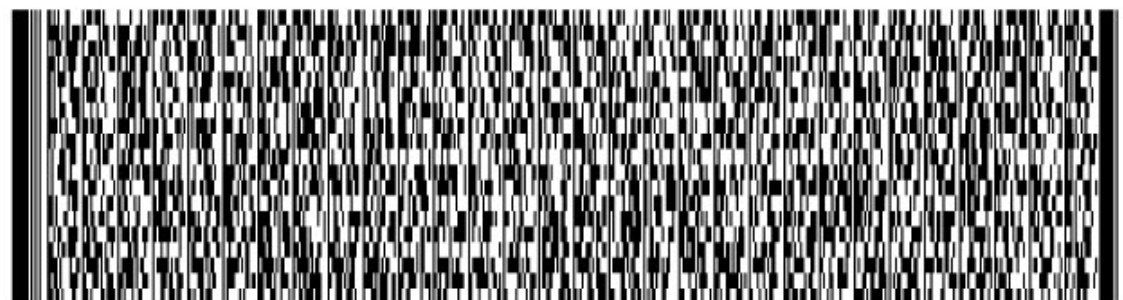
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Debtor's Name Proterra Operating Company, Inc.

Case No. 23-11121



PageThree



PageFour

### Cautionary Statement Regarding the Monthly Operating Report

The Debtor cautions investors and potential investors not to place undue reliance upon the information contained in this Monthly Operating Report, which was not prepared for the purpose of providing the basis for an investment decision relating to any of the securities of the Debtor. The Monthly Operating Report is limited in scope, covers a limited time period, and has been prepared solely for the purpose of complying with the reporting requirements of the U.S. Bankruptcy Court for the District of Delaware. The Monthly Operating Report was not audited or reviewed by independent accountants, was not prepared in accordance with generally accepted accounting principles in the United States of America ("GAAP"), is in a format prescribed by applicable bankruptcy rules and guidelines, and is subject to future adjustment and reconciliation. Furthermore, the monthly financial information contained in the Monthly Operating Report has not been subjected to the same level of accounting review and testing that the Debtor applies when preparing its quarterly and annual consolidated financial information in accordance with GAAP. Accordingly, upon the application of such procedures, the Debtor believes that the financial information may be subject to change, and these changes could be material. There can be no assurance that, from the perspective of an investor or potential investor in the Debtor's securities, the Monthly Operating Report is complete. Results and projections set forth in the Monthly Operating Report should not be viewed as indicative of future results.