

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

In re:

SUNPOWER CORPORATION, *et al.*,¹

Debtors.

)
) Chapter 11
)
) Case No. 24-11649 (CTG)
)
) (Jointly Administered)
)
)
)

**NOTICE OF AGENDA OF MATTERS SCHEDULED
FOR HEARING ON DECEMBER 11, 2024 AT 10:00 A.M. (EST)**

**THIS PROCEEDING WILL BE CONDUCTED IN-PERSON
AT THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT
OF DELAWARE, 824 NORTH MARKET STREET, 3RD FLOOR,
COURTROOM NO. 7, WILMINGTON, DELAWARE 19801.**

**ALL COUNSEL AND WITNESSES ARE EXPECTED TO ATTEND UNLESS
PERMITTED TO APPEAR REMOTELY VIA ZOOM.**

**PLEASE REFER TO JUDGE GOLDBLATT'S CHAMBERS PROCEDURES
([HTTPS://WWW.DEB.USCOURTS.GOV/JUDGE-CRAIG-T-GOLDBLATT](https://www.deb.uscourts.gov/judge-craig-t-goldblatt)) AND THE
COURT'S WEBSITE ([HTTP://WWW.DEB.USCOURTS.GOV/ECOURT-
APPEARANCES](http://www.deb.uscourts.gov/ecourt-appearances)) FOR INFORMATION ON WHO MAY PARTICIPATE REMOTELY,
THE METHOD OF ALLOWED PARTICIPATION (VIDEO OR AUDIO), JUDGE
GOLDBLATT'S EXPECTATIONS OF REMOTE PARTICIPANTS, AND THE
ADVANCE REGISTRATION REQUIREMENTS.**

**REGISTRATION IS REQUIRED BY 4:00 P.M. (EASTERN TIME) THE BUSINESS DAY
BEFORE THE HEARING UNLESS OTHERWISE NOTICED USING
THE ECOURTAPPEARANCES TOOL AVAILABLE ON THE COURT'S WEBSITE.**

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: SunPower Corporation (8969); SunPower Corporation, Systems (8962); SunPower Capital, LLC (8450); SunPower Capital Services, LLC (9910); SunPower HoldCo, LLC (0454); SunPower North America, LLC (0194); Blue Raven Solar, LLC (3692); Blue Raven Solar Holdings, LLC (4577); BRS Field Ops, LLC (2370); and Falcon Acquisition HoldCo, Inc. (3335). The location of the Debtors' service address for purposes of these chapter 11 cases is: 880 Harbour Way South, Suite 600, Richmond, CA 94804.

I. WITHDRAWN MATTER:

1. Motion of Anderson Logistics Assets LLC (I) to Compel Payment of Post-Petition Rent and Additional Rent Under 11 U.S.C. § 365(d)(3); (II) to Compel Payment of Post-Petition Administrative Rent Under 11 U.S.C. 503(b); and (III) to Compel Debtors to Immediately Assume or Reject its Lease of Non-Residential Real Property, or not Later than the Date of Entry of an Order Confirming the Debtors' Proposed Amended Chapter 11 Plan [[Docket No. 811](#); filed October 16, 2024]

Response/Objection Deadline: October 30, 2024 at 4:00 p.m. (EDT); extended to November 11, 2024 at 4:00 p.m. (EST); further extended to December 4, 2024 at 4:00 p.m. (EST)

Responses/Objections: Informal comments from the Debtors

Related Documents:

- i. Notice of Withdrawal [[Docket No. 1057](#); filed November 14, 2024]

Status: On November 14, 2024, the movant filed a notice of withdrawal. Accordingly, a hearing on this matter is no longer necessary.

II. RESOLVED MATTERS:

2. Motion for Relief from Automatic Stay – Shannen Decrossas [[Docket No. 895](#); filed October 22, 2024]

Response/Objection Deadline: November 6, 2024 at 4:00 p.m. (EST); extended to December 4, 2024 at 4:00 p.m. (EST) for the Debtors

Responses/Objections: Informal comments from the Debtors

Related Documents:

- i. Certification of Counsel Regarding Order Approving Stipulation Resolving Decrossas Lift Stay Motion [[Docket No. 1087](#); filed November 22, 2024]
- ii. Order Approving Stipulation Resolving Decrossas Lift Stay Motion [[Docket No. 1097](#); entered December 2, 2024]

Status: On December 2, 2024, the Court entered an order regarding this matter. Consequently, no hearing with respect to this matter is required.

3. Motion for Relief from Automatic Stay – Laura Baker [[Docket No. 897](#); filed October 22, 2024]

Response/Objection Deadline: November 6, 2024 at 4:00 p.m. (EST);
extended to December 4, 2024 at 4:00 p.m.
(EST) for the Debtors

Responses/Objections: Informal comments from the Debtors

Related Documents:

- i. Notice of Motion of Laura Baker for Relief from Stay Under Section 362 of the Bankruptcy Code [[Docket No. 898](#); filed October 22, 2024]
- ii. Memorandum in Support of Motion for Relief from Automatic Stay [[Docket No. 998](#); filed November 6, 2024]
- iii. Certification of Counsel Regarding Order Approving Stipulation Granting Laura Baker Relief from the Automatic Stay to Proceed in State Court Action [[Docket No. 1109](#); filed December 5, 2024]
- iv. Order Approving Stipulation Granting Laura Baker Relief from the Automatic Stay to Proceed in State Court Action [[Docket No. 1113](#); entered December 6, 2024]

Status: On December 6, 2024, the Court entered an order regarding this matter. Consequently, no hearing with respect to this matter is required.

4. Motion of Debtors for Entry of an Order (I) Enlarging the Period Within Which the Debtors May Remove Actions and (II) Granting Related Relief [[Docket No. 958](#); filed October 29, 2024]

Response/Objection Deadline: November 12, 2024 at 4:00 p.m. (EST)

Responses/Objections: None

Related Documents:

- i. Certification of No Objection Regarding “Motion of Debtors for Entry of an Order (I) Enlarging the Period Within Which the Debtors May Remove Actions and (II) Granting Related Relief” [Docket No. 958] [[Docket No. 1054](#); filed November 13, 2024]
- ii. Order (I) Enlarging the Period Within Which the Debtors May Remove Actions and (II) Granting Related Relief [[Docket No. 1059](#); entered November 15, 2024]

Status: On November 15, 2024, the Court entered an order regarding this matter. Consequently, no hearing with respect to this matter is required.

5. Motion of D.R. Horton for an Order Preserving its Rights and Defenses of Setoff and Recoupment [[Docket No. 963](#); filed October 31, 2024]

Response/Objection Deadline: November 14, 2024 at 4:00 p.m. (EST)

Responses/Objections: Informal comments from the Debtors

Related Documents:

- i. Certification of Counsel Regarding Motion of D.R. Horton for an Order Preserving its Rights and Defenses of Setoff and Recoupment [[Docket No. 1080](#); filed November 21, 2024]
- ii. Order Preserving D.R. Horton's Rights and Defenses of Recoupment and Setoff [[Docket No. 1082](#); entered November 22, 2024]

Status: On November 22, 2024, the Court entered an order regarding this matter. Consequently, no hearing with respect to this matter is required.

6. Motion of Senga Energy, LLC for an Order Preserving its Rights and Defenses of Setoff and Recoupment [[Docket No. 988](#); filed November 4, 2024]

Response/Objection Deadline: November 18, 2024 at 4:00 p.m. (EST)

Responses/Objections: Informal comments from the Debtors

Related Documents:

- i. Certification of Counsel Regarding Motion of Senga Energy, LLC for an Order Preserving its Rights and Defenses of Setoff and Recoupment [[Docket No. 1081](#); filed November 21, 2024]
- ii. Order Preserving Senga Energy, LLC's Rights and Defenses of Recoupment and Setoff [[Docket No. 1083](#); entered November 22, 2024]

Status: On November 22, 2024, the Court entered an order regarding this matter. Consequently, no hearing with respect to this matter is required.

7. Motion Shea Homes, Inc. and Shea Homes Limited Partnership for Relief from the Automatic Stay [[Docket No. 1013](#); filed November 7, 2024]

Response/Objection Deadline: November 21, 2024 at 4:00 p.m. (EST)

Responses/Objections:

Informal comments from the Debtors

Related Documents:

- i. Certification of Counsel Submitting Order Preserving Rights and Defenses of Shea Homes, Inc. and Shea Homes Limited Partnership of Recoupment and Setoff [[Docket No. 1093](#); filed November 27, 2024]
- ii. Order Preserving Rights and Defenses of Shea Homes, Inc. and Shea Homes Limited Partnership of Recoupment and Setoff [[Docket No. 1098](#); entered December 2, 2024]

Status: On December 2, 2024, the Court entered an order regarding this matter. Consequently, no hearing with respect to this matter is required.

8. Isaac Breuer and Raisel Breuer's Motion to Treat Proof of Claim as Timely Filed [[Docket No. 1028](#); filed November 8, 2024]

Response/Objection Deadline:

December 2, 2024 at 4:00 p.m. (EST)

Responses/Objections:

Informal comments from the Debtors

Related Documents:

- i. Certification of Counsel Regarding Revised Proposed Order Granting Treating Issac Breuer and Raisel Breuer's Proof of Claim as Timely Filed [[Docket No. 1102](#); filed December 3, 2024]
- ii. Order Granting Treating Issac Breuer and Raisel Breuer's Proof of Claim as Timely Filed [[Docket No. 1106](#); entered December 4, 2024]

Status: On December 4, 2024, the Court entered an order regarding this matter. Consequently, no hearing with respect to this matter is required.

9. Amended Motion of MN8 Energy LLC for Relief from the Automatic Stay Pursuant to Sections 362(d) of the Bankruptcy Code [[Docket No. 1034](#); filed November 11, 2024]

Response/Objection Deadline:

November 25, 2024 at 4:00 p.m. (EST)

Responses/Objections:

Informal comments from the Debtors

Related Documents:

- i. Motion of MN8 Energy LLC for Relief from the Automatic Stay Pursuant to Section 362(d) of the Bankruptcy Code [[Docket No. 1014](#); filed November 7, 2024]
- ii. Certification of Counsel Regarding Amended Motion of MN8 Energy LLC for Relief from the Automatic Stay Pursuant to Section 362(d) of the Bankruptcy Code [[Docket No. 1111](#); filed December 5, 2024]
- iii. Order Granting Amended Motion of MN8 Energy LLC for Relief from the Automatic Stay Pursuant to Section 362(d) of the Bankruptcy Code [[Docket No. 1114](#); entered December 6, 2024]

Status: On December 6, 2024, the Court entered an order regarding this matter. Consequently, no hearing with respect to this matter is required.

10. Motion of AFCO Acceptance Corporation to Preserve its Rights of Setoff and Recoupment [[Docket No. 1049](#); filed November 13, 2024]

Response/Objection Deadline: December 1, 2024 at 4:00 p.m. (EST)

Responses/Objections: Informal comments from the Debtors

Related Documents:

- i. Certification of Counsel Regarding Stipulation Granting AFCO Acceptance Corporation Relief from the Automatic Stay and Other Related Relief [[Docket No. 1101](#); filed December 2, 2024]
- ii. Order Approving Stipulation Granting AFCO Acceptance Corporation Relief from the Automatic Stay and/or Plan Injunctions to Exercise Contractual Rights [[Docket No. 1105](#); entered December 4, 2024]

Status: On December 4, 2024, the Court entered an order regarding this matter. Consequently, no hearing with respect to this matter is required.

III. MATTER GOING FORWARD:

11. Motion of Meritage Homes of California a/k/a Meritage Homes the Northern California and Southern California Divisions, for Relief from Stay, to Exercise its Setoff Rights if the Debtor and Court do Not Acknowledge that Withheld Sequestered Funds are Not Property of the Estate and Should be Distributed Directly to Allowed Unpaid Subcontractors of SunPower Pursuant to 11 U.S.C. §§ 105(a), 362(d) and 553(a) and Pursuant to the Amended Joint Chapter 11 Plan of SunPower and its Debtors Affiliates at Article VIII Section E [[Docket No. 867](#); filed October 18, 2024]

Response/Objection Deadline: November 1, 2024 at 4:00 p.m. (EDT);
extended to December 2, 2024 at 4:00 p.m.
(EST) for the Debtors

Responses/Objections: Informal comments from the Debtors

Status: The parties are in discussions concerning a proposed form of order in connection with this matter. The Plan Administrator is working to settle a proposed form of order to be submitted under a certification of counsel in advance of the hearing. Consequently, a hearing with respect to this matter should only be required at this time to the extent that the parties are unable to settle a proposed form of order prior to the hearing.

IV. SALE-RELATED MATTERS:

12. Motion of Debtors for Entry of an Order (I) Approving Bidding Procedures and Bid Protections, (II) Scheduling Certain Dates and Deadlines with Respect Thereto, (III) Approving the Form and Manner of Notice Thereof, (IV) Approving the Complete Solaria Stalking Horse APA, (V) Establishing Notice and Procedures for the Assumption and Assignment of Contracts and Leases, (VI) Authorizing the Assumption and Assignment of Assumed Contracts and Leases, (VII) Approving the Sale of Assets, and (VIII) Granting Related Relief [[Docket No. 15](#); filed August 6, 2024]

Cure Objection Deadline: September 18, 2024 at 5:00 p.m. (EDT); extended to September 19, 2024 at 5:00 p.m. (EDT) for Surety Company and Apex Design Group; extended to September 19, 2024 at 5:00 p.m. (Eastern Daylight Time) for Amazon Web Services, Inc.; Tri Pointe Enphase Energy; The New Home Company; FH II Homebuilders, Inc.; Apex Design Group; Freedom Solar; Wells Fargo; Lexon Insurance Company, Endurance American Insurance Company, Argonaut Insurance Company, Arch Insurance Company, U.S. Specialty Insurance Company, American Contractors Indemnity Company, Pennsylvania Insurance Company, Siriuspoint America Insurance Company, Applied Surety Underwriters

Sale Objection Deadline: September 20, 2024 at 12:00 p.m. (EDT)

Relevant Sale Responses/Objections Received:

- A. Objection and Reservation of Rights of Lexon Insurance Company and Endurance American Insurance Company to the Motion of Debtors for Entry of an Order (I) Approving Bidding Procedures and Bid Protections,

(II) Scheduling Certain Dates and Deadlines with Respect Thereto, (III) Approving the Form and Manner of Notice Thereof, (IV) Approving the Complete Solaria Stalking Horse APA, (V) Establishing Notice and Procedures for the Assumption and Assignment of Contracts and Leases, (VI) Authorizing the Assumption and Assignment of Assumed Contracts and Leases, (VII) Approving the Sale of Assets, and (VIII) Granting Related Relief [[Docket No. 553](#); filed September 20, 2024]

Status: This objection was previously resolved in connection with the September 23, 2024 sale hearing at Docket No. 605.

- B. Arch Insurance Company and Applied Surety Underwriters' Combined Limited Objection and Reservation of Rights with Respect to the Asset Purchase Agreements and Proposed Sales of the Initial Sale Assets to Complete Solaria Inc. and Frontier Investment Partners [[Docket No. 578](#); filed September 20, 2024]

Status: This objection was previously resolved in connection with the September 23, 2024 sale hearing at Docket No. 605.

Relevant Cure Responses/Objections Received:

- A. Objection of Anderson Logistics Assets LLC to (1) Notice of Potential Assumption or Assumption and Assignment of Certain Contracts or Leases and (2) Debtors' Proposed Sale Transactions [[Docket No. 411](#); filed September 16, 2024]

Status: This response to moot. *See* contract will be rejected effective 12/31/24 pursuant to plan supplement at Docket No. 975.

- B. Objection of Solar Mite Solutions, LLC to Notice of Potential Assumption or Assumption and Assignment of Certain Contracts or Leases and Proposed Cure Amount; Adequate Assurance Objection; Joinder and Reservation of Rights [[Docket No. 415](#); filed September 17, 2024]

Status: This response to moot. Rejected with plan effective date.

- C. Objection and Reservation of Rights of KB Home South Bay Inc., KB Home Greater Los Angeles Inc., KB Home Sacramento Inc., KB Home Coastal Inc., and KB Home Service Company LLC to Debtors' Notice of Potential Assumption or Assumption and Assignment of Certain Contracts or Leases [[Docket No. 431](#); filed September 17, 2024]

Status: This response to moot. *See* Rejection Notice at Docket No. 768.

- D. Objection of Idaho Innovation Center to the Debtors' Notice of Potential Assumption or Assumption and Assignment of Certain Contracts or Leases and Reservation of Rights [[Docket No. 435](#); filed September 17, 2024]

Status: This response to moot. Rejected with plan effective date.

- E. Observatory Hometech, LLLP d/b/a SunTalk Solar's Limited Objection to Cure Amount [[Docket No. 438](#); filed September 17, 2024]

Status: The objection has been resolved.

- F. Objection of AFCO Acceptance Corporation to Debtors' Notice of Potential Assumption or Assumption and Assignment of Certain Contracts and Leases and Proposed Cure Amount [[Docket No. 444](#); filed September 18, 2024]

Status: This response to moot. *See* Stipulation at Docket No. 1105.

- G. Objection to Debtors' Notice of Potential Assumption or Assumption and Assignment of Certain Contracts and Leases filed by Kuehne + Nagel Inc. [[Docket No. 446](#); filed September 18, 2024]

Status: This response to moot. *See* contract will be rejected effective 12/31/24 pursuant to plan supplement at Docket No. 975.

- H. Limited Objection of InfluxData Inc. to Debtors' Notice of Potential Assumption or Assumption and Assignment of Certain Contracts [[Docket No. 448](#); filed September 18, 2024]

Status: This response to moot. *See* contract to be rejected pursuant to plan supplement at Docket No. 975.

- I. Oracle's Limited Objection to and Reservation of Rights Regarding Debtors' Sale Motion and Assumption Notice [[Docket No. 452](#); filed September 18, 2024]

Status: The objection has been resolved.

- J. Objection of Salesforce, Inc. to the Potential Assumption of Certain Executory Contracts and Reservation of Rights [[Docket No. 457](#); filed September 18, 2024]

Status: This response to moot. *See* contract to be rejected pursuant to plan supplement at Docket No. 1070.

- K. Limited Objection and Reservation of Rights of NTT DATA, Inc. to Notice of Potential Assumption or Assumption and Assignment of Certain Contracts or Leases [[Docket No. 461](#); filed September 18, 2024]

Status: This response to moot. *See* contract to be rejected pursuant to plan supplement at Docket No. 975.

- L. Limited Objection and Reservation of Rights of Google LLC to Notice of (I) Potential Assumption and Assignment of Executory Contracts and Unexpired Leases and (II) Cure Costs [[Docket No. 464](#); filed September 18, 2024]

Status: This response to moot. *See* contract to be rejected pursuant to plan supplement at Docket No. 975.

- M. Global Aerospace, Inc. as Insurance Pool Manger for American Alternative Insurance Corporation, National Indemnity Company, and Tokio Marine America Insurance Company's Limited Objection and Reservation of Rights Regarding Notice of Potential Assumption or Assumption and Assignment of Certain Contracts or Leases [[Docket No. 465](#); filed September 18, 2024]

Status: Subject to confirmation of certain information as requested between the parties, the parties believe that the cure objection is moot. To the extent that the cure objection is not moot, this cure objection is adjourned to a future hearing date to be determined to the extent that the parties are unable to resolve consensually.

- N. Response and Reservation of Rights of Canyon Park Owner II, LLC to Debtors' Notice of Potential Assumption or Assumption and Assignment of Certain Contracts or Leases [[Docket No. 468](#); filed September 18, 2024]

Status: The objection has been resolved.

- O. Duane Morris LLP's Limited Objection and Reservation of Rights to Debtors' Notice of Potential Assumption or Assumption and Assignment of Certain Contracts or Leases [[Docket No. 469](#); filed September 18, 2024]

Status: This response to moot. *See* contract to be rejected pursuant to plan supplement at Docket No. 975.

- P. Microsoft's Limited Objection to Debtors' Notice of Potential Assumption or Assumption and Assignment of Certain Contracts or Leases [[Docket No. 470](#); filed September 18, 2024]

Status: This response to moot. *See* contract to be rejected pursuant to plan supplement at Docket No. 975.

- Q. Meritage Homes of California's Limited Objection re Notice of Potential Assumption or Assumption and Assignment of Certain Contracts or Leases [[Docket No. 471](#)]; filed September 18, 2024]

Status: This response to moot. *See* Rejection Notice at Docket No. 768.

- R. Objection of Carl Zeiss Industrial Metrology, LLC and Zeiss Industrial Quality Solutions to Notice of Potential Assumption or Assumption and Assignment of Certain Contracts or Leases [[Docket No. 472](#)]; filed September 18, 2024]

Status: This response to moot. Rejected with plan effective date.

- S. Limited Objection and Reservation of Rights to Notice of Potential Assumption or Assumption and Assignment of Certain Contracts or Leases [[Docket No. 473](#)]; filed September 18, 2024]

Status: This response to moot. *See* contract to be rejected pursuant to plan supplement at Docket No. 975.

- T. Maxeon Solar Technologies, Ltd's Objection to Debtors' Notice of Potential Assumption or Assumption and Assignment of Certain Contracts or Leases [[Docket No. 474](#)]; filed September 18, 2024] (the "Maxeon Objection")

Status: On November 8, 2024, the Debtors filed a Certification of Counsel [Docket No. 1025] seeking approval of an Agreed Order in connection with this matter. Accordingly, a hearing with respect to this matter is only required to the extent that the Court has any questions or concerns.

- U. Leonard Roofing's Objection Regarding Notice of Potential Assumption or Assumption and Assignment [[Docket No. 478](#)]; filed September 18, 2024]

Status: The objection has been resolved.

- V. Limited Objection of OKTA Inc. to Debtors' Notice of Potential Assumption or Assumption and Assignment of Certain Contracts or Leases [[Docket No. 479](#)]; filed September 18, 2024]

Status: This response to moot. *See* contract to be rejected pursuant to plan supplement at Docket No. 975.

- W. Objection and Reservation of Rights of Pulte Purchasing Corporation to Notice of Potential Assumption or Assumption and Assignment of Certain Contracts or Leases [[Docket No. 484](#)]; filed September 18, 2024]

Status: This response to moot. *See* Rejection Notice at Docket No. 768.

- X. Senga Energy, LLC's Limited Objection to the Debtors' Notice of Potential Assumption or Assumption and Assignment of Certain Contracts or Leases [[Docket No. 487](#); filed September 18, 2024]

Status: This response to moot. Rejected with plan effective date.

- Y. FH II Homebuilders' Limited Objection to Debtors' Motion for Entry of an Order (I) Authorizing the Assumption and Assignment of Assumed Contracts and Leases and (II) Approving the Sale of Assets [[Docket No. 527](#); filed September 19, 2024]

Status: This response to moot. *See* Order at Docket No. 799.

- Z. Limited Objection of Aurora Solar Inc. to Debtors' Notice of Potential Assumption or Assumption and Assignment of Certain Contracts or Leases [[Docket No. 529](#); filed September 19, 2024]

Status: This response to moot. *See* contract to be rejected pursuant to plan supplement at Docket No. 975.

- AA. Limited Objection and Reservation of Rights Regarding Notice of Potential Assumption or Assumption and Assignment of Certain Contracts or Leases filed by Apex Design Group Inc. [[Docket No. 531](#); filed September 19, 2024]

Status: This response to moot. Rejected with plan effective date.

- BB. New Home's Limited Objection to Debtors' Motion for Entry of an Order (I) Authorizing the Assumption and Assignment of Assumed Contracts and Leases and (II) Approving the Sale of Assets [[Docket No. 532](#); filed September 19, 2024]

Status: This response to moot. *See* Rejection Notice at Docket No. 768.

- CC. TRI Pointe's Limited Objection to Debtors' Motion for Entry of an Order (I) Authorizing the Assumption and Assignment of Assumed Contracts and Leases and (II) Approving the Sale of Assets [[Docket No. 533](#); filed September 19, 2024]

Status: This response to moot. *See* Rejection Notice at Docket No. 768.

- DD. Objection and Reservation of Rights of Freedom Solar Holdings LLC and Certain of its Affiliates to Debtors' Notice of Potential Assumption or Assumption and Assignment of Certain Contracts or Leases [[Docket No. 537](#); filed September 19, 2024]

Status: This response to moot. *See* contract assumed consensually pursuant to sale order at Docket No. 861.

- EE. Second Limited Objection re Notice of Potential Assumption or Assumption and Assignment of Certain Contracts or Leases filed by Meritage Homes of California [[Docket No. 541](#); filed September 19, 2024]

Status: This response to moot. *See* Rejection Notice at Docket No. 768.

- FF. Limited Objection and Reservation of Rights of Lexon Insurance Company and Endurance American Insurance Company to the Notice of Potential Assumption or Assumption and Assignment of Certain Contracts or Leases [[Docket No. 554](#); filed September 20, 2024]

Status: Subject to confirmation of certain information as requested between the parties, the parties believe that the cure objection is moot. To the extent that the cure objection is not moot, this cure objection is adjourned to a future hearing date to be determined to the extent that the parties are unable to resolve consensually.

- GG. Limited Objection and Reservation of Rights of Canyon Park Owner, II LLC to Proposed Assumption and Assignment of Real Property Lease [[Docket No. 566](#); filed September 20, 2024]

Status: The objection has been resolved.

- HH. U.S. Specialty Insurance Company and its Affiliated Surety Companies' Limited Objection to the Sale Motions and the Notice of Potential Assumption and Assignment of Certain Contracts or Leases [[Docket No. 568](#); filed September 20, 2024]

Status: Subject to confirmation of certain information as requested between the parties, the parties believe that the cure objection is moot. To the extent that the cure objection is not moot, this cure objection is adjourned to a future hearing date to be determined to the extent that the parties are unable to resolve consensually.

- II. Arch Insurance Company and Applied Surety Underwriters' Combined Objection and Reservation of Rights with Respect to the Notice of Potential Assumption or Assumption and Assignment of Certain Contracts or Leases [[Docket No. 577](#); filed September 20, 2024]

Status: Subject to confirmation of certain information as requested between the parties, the parties believe that the cure objection is moot. To the extent that the cure objection is not moot, this cure objection is adjourned to a future hearing date to be determined to the extent that the parties are unable to resolve consensually.

- JJ. Objection of International Decision Systems, Inc d/b/a Solifi to Assumption and Assignment of License Agreement [[Docket No. 752](#); filed October 10, 2024]

Status: This matter is resolved. *See* D.I. 1046.

- KK. Objection and Reservation of Rights of Freedom Solar Holdings LLC and Certain of its Affiliates to Debtors' Supplemental Notice of Potential Assumption or Assumption and Assignment of Certain Contracts or Leases [[Docket No. 762](#); filed October 10, 2024]

Status: The objection has been resolved.

Related Documents:

- i. Declaration of Rick Polhemus in Support of the Motion of Debtors for Entry of an Order (I) Approving Bidding Procedures and Bid Protections, (II) Scheduling Certain Dates and Deadlines with Respect Thereto, (III) Approving the Form and Manner of Notice Thereof, (IV) Approving the Complete Solaria Stalking Horse APA, (V) Establishing Notice and Procedures for the Assumption and Assignment of Contracts and Leases, (VI) Authorizing the Assumption and Assignment of Assumed Contracts and Leases, (VII) Approving the Sale of Assets, and (VIII) Granting Related Relief [[Docket No. 16](#); filed August 6, 2024]
- ii. Declaration of Matthew Henry, Chief Transformation Officer of SunPower Corporation in Support of the Motion of Debtors for Entry of an Order (I) Approving Bidding Procedures and Bid Protections, (II) Scheduling Certain Dates and Deadlines with Respect Thereto, (III) Approving the Form and Manner of Notice Thereof, (IV) Approving the Complete Solaria Stalking Horse APA, (V) Establishing Notice and Procedures for the Assumption and Assignment of Contracts and Leases, (VI) Authorizing the Assumption and Assignment of Assumed Contracts and Leases, (VII) Approving the Sale of Assets, and (VIII) Granting Related Relief [[Docket No. 17](#); filed August 6, 2024]
- iii. Notice of Filing of Corrected Bidding Procedures [[Docket No. 38](#); filed August 6, 2024]

- iv. Notice of “Motion of Debtors for Entry of an Order (I) Approving Bidding Procedures and Bid Protections, (II) Scheduling Certain Dates and Deadlines with Respect Thereto, (III) Approving the Form and Manner of Notice Thereof, (IV) Approving the Complete Solaria Stalking Horse APA, (V) Establishing Notice and Procedures for the Assumption and Assignment of Contracts and Leases, (VI) Authorizing the Assumption and Assignment of Assumed Contracts and Leases, (VII) Approving the Sale of Assets, and (VIII) Granting Related Relief” [D.I. 15] and Hearing Thereon [[Docket No. 79](#); filed August 7, 2024]
- v. Notice of Withdrawal of U.S. Specialty Insurance Company and its Affiliated Sureties’ Limited Objection to Debtors’ Bid Procedures Motion & Reservation of Rights [[Docket No. 225](#); filed August 27, 2024]
- vi. Notice of Filing of Revised “Order (I) Approving Bidding Procedures and Bid Protections, (II) Scheduling Certain Dates and Deadlines with Respect Thereto, (III) Approving the Form and Manner of Notice Thereof, (IV) Approving the Complete Solaria Stalking Horse APA, (V) Establishing Notice and Procedures for the Assumption and Assignment of Assumed Contracts and Leases, (VII) Approving the Sale of Assets, and (VIII) Granting Related Relief” [[Docket No. 275](#); filed August 28, 2024]
- vii. Order (I) Approving Bidding Procedures and Bid Protections, (II) Scheduling Certain Dates and Deadlines with Respect Thereto, (III) Approving the Form and Manner of Notice Thereof, (IV) Approving the Complete Solaria Stalking Horse APA, (V) Establishing Notice and Procedures for the Assumption and Assignment of Assumed Contracts and Leases, (VII) Approving the Sale of Assets, and (VIII) Granting Related Relief [[Docket No. 290](#); entered August 29, 2024]
- viii. Notice of Auction for the Sale of the Debtors’ Assets [[Docket No. 291](#); filed August 29, 2024]
- ix. Notice of Potential Assumption or Assumption and Assignment of Certain Contracts or Leases [[Docket No. 304](#); filed September 4, 2024]
- x. Notice of Potential Assumption or Assumption and Assignment of Certain Contracts or Leases [[Docket No. 305](#); filed September 4, 2024]
- xi. Notice of (I) (A) Winning Bidders for Certain of the Debtors’ Assets, (B) Filing of Asset Purchase Agreements Related Thereto, and (C) Cancellation of Auction with Respect Thereto, and (II) Adjournment of Auction for Other Assets [[Docket No. 398](#); filed September 16, 2024]

- xii. Notice of (I) (A) Winning Bidders for the SunStrong Assets, (B) Filing of the Asset Purchase Agreements Related Thereto, and (C) Cancellation of Auction with Respect Thereto and (II) Adjournment of Auction with Respect to Other Remaining Assets [[Docket No. 443](#); filed September 17, 2024]
- xiii. Line – Exhibit 1 Regarding Objection of AFCO Acceptance Corporation to Debtors’ Notice of Potential Assumption or Assumption and Assignment of Certain Contracts and Leases and Proposed Cure Amount [[Docket No. 449](#); filed September 18, 2024]
- xiv. Declaration of Kevin Ramirez in Support of Objection of Salesforce, Inc. to the Potential Assumption of Certain Executory Contracts and Reservation of Rights [[Docket No. 460](#); filed September 18, 2024]
- xv. Declaration of Craig Merry in Support of Objection of Taylor Morrison Services, Inc. and William Lyon Homes, Inc. to the Cure Amount Listed in Debtors’ Notice of Potential Assumption and Assignment of Certain Contracts or Unexpired Leases [[Docket No. 490](#); filed September 18, 2024]
- xvi. Supplemental Notice of Potential Assumption or Assumption and Assignment of Certain Contracts or Leases [[Docket No. 493](#); filed September 18, 2024]
- xvii. Witness and Exhibit List of U.S. Specialty Insurance Company and its Affiliated Sureties Relating to Matters Scheduled for Hearing on September 23, 2024 at 10:00 a.m. [[Docket No. 517](#); filed September 19, 2024]
- xviii. Notice of Filing of Revised “Order (I) Authorizing and Approving the Sale of Certain Assets Free and Clear of all Liens, Claims, Encumbrances and Other Interests to Complete Solaria, Inc. and (II) Granting Related Relief” [[Docket No. 545](#); filed September 19, 2024]
- xix. Notice of Filing of Order (I) Authorizing and Approving the Sale of SunStrong Equity Interests and Related Assets to HA SunStrong Capital LLC and GF Sunstrong Capital, LLC Free and Clear of all Liens, Claims, Encumbrance, and Other Interests and (II) Granting Related Relief [[Docket No. 546](#); filed September 19, 2024]
- xx. *Amended* Witness and Exhibit List of U.S. Specialty Insurance Company and its Affiliated Sureties Relating to Matters Scheduled for Hearing on September 23, 2024 at 10:00 a.m. [[Docket No. 576](#); filed September 20, 2024]
- xxi. Debtors’ Witness and Exhibit List for the Hearing Scheduled on September 23, 2024 at 10:00 a.m. [[Docket No. 581](#); filed September 21, 2024]

- xxii. Debtors' Reply to Maxeon Solar Technologies, Ltd.'s Objection to Going-Concern Sale to Complete Solaria, Inc. [[Docket No. 583](#); filed September 22, 2024]
- xxiii. Debtors' Motion for Leave to File a Late Reply in Response to "Debtors' Reply to Maxeon Solar Technologies, Ltd.'s Objection to Going-Concern Sale to Complete Solaria, Inc." [D.I. 550] [[Docket No. 584](#); filed September 22, 2024]
- xxiv. Declaration of Purchaser Daniel Foley in Support of the Debtors' Reply to Maxeon Solar Technologies, Ltd.'s Objection to Going-Concern Sale to Complete Solaria, Inc. [[Docket No. 585](#); filed September 22, 2024]
- xxv. Declaration of Rick Polhemus in Support of Entry of Orders (I) Approving Certain Asset Purchase Agreements, (II) Authorizing and Approving the Sale of Certain Assets Free and Clear of Liens, Claims, Encumbrances and Other Interests, in Each Case Pursuant to the Applicable Asset Purchase Agreement, (III) Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases in Connection Therewith, and (IV) Granting Related Relief [[Docket No. 587](#); filed September 22, 2024]
- xxvi. Declaration of Matthew Henry, Chief Transformation Officer of SunPower Corporation in Support of Entry of Orders (I) Approving Certain Asset Purchase Agreements, (II) Authorizing and Approving the Sale of Certain Assets Free and Clear of Liens, Claims, Encumbrances and Other Interests, in Each Case Pursuant to the Applicable Asset Purchase Agreement, (III) Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases in Connection Therewith, and (IV) Granting Related Relief [[Docket No. 588](#); filed September 22, 2024]
- xxvii. *Amended* Debtors' Witness and Exhibit List for the Hearing Scheduled on September 23, 2024 at 10:00 a.m. [[Docket No. 589](#); filed September 22, 2024]
- xxviii. Notice of Filing of Revised "Order (I) Authorizing and Approving the Sale of Certain SunStrong Assets Free and Clear of all Liens, Claims, Encumbrances and Other Interests to GF SunStrong Capital, LLC and HA SunStrong Capital LLC and (II) Granting Related Relief [[Docket No. 590](#); filed September 22, 2024]
- xxix. Notice of Filing of Further Revised "Order (A) Approving and Authorizing Sale of the Going-Concern Assets, Free and Clear of all Liens, Claims, Encumbrances and Other Interests, (B) Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (II) Granting Related Relief" [[Docket No. 592](#); filed September 23, 2024]

- xxx. Notice of Filing of Assigned Contracts List [[Docket No. 594](#); filed September 23, 2024]
- xxxi. Notice of Filing of Further Revised “Order (A) Approving and Authorizing Sale of the Going-Concern Assets, Free and Clear of all Liens, Claims, Encumbrances and Other Interests, (B) Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (II) Granting Related Relief” [[Docket No. 595](#); filed September 23, 2024]
- xxxii. Notice of Filing of Revised “Order (I) Authorizing and Approving the Sale of Certain SunStrong Assets Free and Clear of all Liens, Claims, Encumbrances and Other Interests to GF SunStrong Capital, LLC and HA SunStrong Capital LLC and (II) Granting Related Relief [[Docket No. 596](#); filed September 23, 2024]
- xxxiii. Order (A) Approving and Authorizing Sale of the Going-Concern Assets, Free and Clear of all Liens, Claims, Encumbrances and Other Interests, (B) Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (II) Granting Related Relief [[Docket No. 605](#); entered September 23, 2024]
- xxxiv. Order (I) Authorizing and Approving the Sale of SunStrong Equity Interests and Related Assets to HA SunStrong Capital LLC and GF SunStrong Capital, LLC Free and Clear of all Liens, Claims, Encumbrances, and Other Interests and (II) Granting Related Relief [[Docket No. 611](#); entered September 24, 2024]
- xxxv. Notice of Withdrawal of Objection to Debtor’s Notice of Potential Assumption or Assumption and Assignment of Certain Contracts or Leases [[Docket No. 623](#); filed September 25, 2024]
- xxxvi. Order Granting Debtors’ Motion for Leave to File a Late Reply in Response to “Maxeon Solar Technologies, Ltd.’s Objection to Going-Concern Sale to Complete Solaria, Inc.” [D.I. 550] [[Docket No. 627](#); entered September 25, 2024]
- xxxvii. Notice of Withdrawal of Objections to Debtor’s Notice of Potential Assumption or Assumption and Assignment of Certain Contracts or Leases [[Docket No. 669](#); filed October 1, 2024]
- xxxviii. Notice of (I) Winning Bidder for Certain of the Debtors’ Davis Facility Assets and (II) Filing of Asset Purchase Agreement Related Thereto [[Docket No. 729](#); filed October 8, 2024]
- xxxix. Notice of (I) Winning Bidder for Certain of the Debtors’ Equity Interests in Omnidian, Inc. and (II) Filing of Asset Purchase Agreement Related Thereto [[Docket No. 730](#); filed October 8, 2024]

- xl. Notice of (I) Winning Bidder for Certain of the Debtors' Equity Interests in LTL LED, LLC and (II) Filing of Asset Purchase Agreement Related Thereto [[Docket No. 744](#); filed October 9, 2024]
- xli. Notice of (I) Winning Bidder for Certain of the Debtors' Intellectual Property Assets and (II) Filing of Asset Purchase Agreement Related Thereto [[Docket No. 749](#); filed October 9, 2024]
- xlii. Declaration of Lukas Forseth in Support of Objection of International Decision Systems, Inc. d/b/a Solifi to Assumption and Assignment of License Agreement [[Docket No. 753](#); filed October 10, 2024]
- xlili. Notice of Filing of "Order (I) Authorizing and Approving the Sale of Certain of the Debtors' Equity Interests in Omnidian, Inc. Free and Clear of all Liens, Claims, Encumbrances and Other Interests and (II) Granting Related Relief" [[Docket No. 756](#); filed October 10, 2024]
- xliv. Notice of Filing of "Order (I) Authorizing and Approving the Sale of Certain of the Debtors' Davis Facility Assets Free and Clear of all Liens, Claims, Encumbrances and Other Interests and (II) Granting Related Relief" [[Docket No. 757](#); filed October 10, 2024]
- xlv. Notice of Filing of "Order (I) Authorizing and Approving the Sale of Certain of the Debtors' Equity Interests in LTL LED, LLC Free and Clear of all Liens, Claims, Encumbrances and Other Interests and (II) Granting Related Relief" [[Docket No. 759](#); filed October 10, 2024]
- xlvi. Notice of Filing of "Order (I) Authorizing and Approving the Sale of Certain of the Debtors' Intellectual Property Assets Free and Clear of all Liens, Claims, Encumbrances and Other Interests and (II) Granting Related Relief" [[Docket No. 760](#); filed October 10, 2024]
- xlvii. Notice of (I) Winning Bidder for Certain of the Debtors' Equity Interests in Sea Bright Solar, Inc. and (II) Filing of Asset Purchase Agreement Related Thereto [[Docket No. 763](#); filed October 10, 2024]
- xlvi. Notice of Filing of "Order (I) Authorizing and Approving the Sale of Certain of the Debtors' Equity Interests in Sea Bright Solar, Inc, Free and Clear of all Liens, Claims, Encumbrances and Other Interests and (II) Granting Related Relief" [[Docket No. 776](#); filed October 13, 2024]
- xlix. Notice of (I) Winning Bidder for Certain of the Debtors' Equity Interests in Albatross Software, LLC and (II) Filing of Asset Purchase Agreement Related Thereto [[Docket No. 783](#); filed October 15, 2024]
- 1. Notice of Filing of "Order (I) Authorizing and Approving the Sale of Certain of the Debtors' Equity Interests in Albatross Software, LLC Free

- and Clear of all Liens, Claims, Encumbrances and Other Interests and (II) Granting Related Relief” [[Docket No. 786](#); filed October 15, 2024]
- li. Notice of (I) Winning Bidder for Certain of the Debtors’ Equity Interests in Freedom Solar Holdings LLC and (II) Filing of Asset Purchase Agreement Related Thereto [[Docket No. 795](#); filed October 15, 2024]
 - lii. Notice of Filing of “Order (I) Authorizing and Approving the Sale of Certain of the Debtors’ Equity Interests in Freedom Solar Holdings LLC Free and Clear of all Liens, Claims, Encumbrances and Other Interests and (II) Granting Related Relief” [[Docket No. 796](#); filed October 15, 2024]
 - liii. Declaration of Matthew Henry, Chief Transformation Officer of SunPower Corporation in Support of Entry of Orders (I) Approving Certain Asset Purchase Agreements, (II) Authorizing and Approving the Sale of Certain Assets Free and Clear of Liens, Claims, Encumbrances and Other Interests, in Each Case Pursuant to the Applicable Asset Purchase Agreement, (III) Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases in Connection Therewith, and (IV) Granting Related Relief [[Docket No. 822](#); filed October 17, 2024]
 - liv. Declaration of Rick Polhemus in Support of Entry of Orders (I) Approving Certain Asset Purchase Agreements, (II) Authorizing and Approving the Sale of Certain Assets Free and Clear of Liens, Claims, Encumbrances and Other Interests, in Each Case Pursuant to the Applicable Asset Purchase Agreement, (III) Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases in Connection Therewith, and (IV) Granting Related Relief [[Docket No. 823](#); filed October 17, 2024]
 - lv. Certification of No Objection Regarding “Notice of Filing of ‘Order (I) Authorizing and Approving the Sale of Certain of the Debtors’ Equity Interests in Omnidian, Inc. Free and Clear of all Liens, Claims, Encumbrances and Other Interests and (II) Granting Related Relief’” [Docket No. 756] [[Docket No. 837](#); filed October 17, 2024]
 - lvi. Certification of No Objection Regarding “Notice of Filing of ‘Order (I) Authorizing and Approving the Sale of Certain of the Debtors’ Davis Facility Assets Free and Clear of all Liens, Claims, Encumbrances and Other Interests and (II) Granting Related Relief’” [Docket No. 757] [[Docket No. 838](#); filed October 17, 2024]
 - lvii. Certification of No Objection Regarding “Notice of Filing of ‘Order (I) Authorizing and Approving the Sale of Certain of the Debtors’ Equity Interests in LTL LED, LLC Free and Clear of all Liens, Claims, Encumbrances and Other Interests and (II) Granting Related Relief’” [Docket No. 759] [[Docket No. 839](#); filed October 17, 2024]

- lviii. Certification of No Objection Regarding “Notice of Filing of ‘Order (I) Authorizing and Approving the Sale of Certain of the Debtors’ Intellectual Property Assets Free and Clear of all Liens, Claims, Encumbrances and Other Interests and (II) Granting Related Relief” [Docket No. 760] [[Docket No. 840](#); filed October 17, 2024]
- lix. Certification of No Objection Regarding “Notice of Filing of ‘Order (I) Authorizing and Approving the Sale of Certain of the Debtors’ Equity Interests in Sea Bright Solar, Inc, Free and Clear of all Liens, Claims, Encumbrances and Other Interests and (II) Granting Related Relief” [Docket No. 776] [[Docket No. 841](#); filed October 17, 2024]
- lx. Certification of No Objection Regarding “Notice of Filing of ‘Order (I) Authorizing and Approving the Sale of Certain of the Debtors’ Equity Interests in Albatross Software, LLC Free and Clear of all Liens, Claims, Encumbrances and Other Interests and (II) Granting Related Relief” [Docket No. 786] [[Docket No. 842](#); filed October 17, 2024]
- lxi. Certification of No Objection Regarding “Notice of Filing of ‘Order (I) Authorizing and Approving the Sale of Certain of the Debtors’ Equity Interests in Freedom Solar Holdings LLC Free and Clear of all Liens, Claims, Encumbrances and Other Interests and (II) Granting Related Relief” [Docket No. 796] [[Docket No. 843](#); filed October 17, 2024]
- lxii. Order (I) Authorizing and Approving the Sale of Certain of the Debtors’ Equity Interests in Omnidian, Inc. Free and Clear of all Liens, Claims, Encumbrances and Other Interests and (II) Granting Related Relief [[Docket No. 852](#); entered October 18, 2024]
- lxiii. Order (I) Authorizing and Approving the Sale of Certain of the Debtors’ Davis Facility Assets Free and Clear of all Liens, Claims, Encumbrances and Other Interests and (II) Granting Related Relief [[Docket No. 853](#); entered October 18, 2024]
- lxiv. Order (I) Authorizing and Approving the Sale of Certain of the Debtors’ Equity Interests in LTL LED, LLC Free and Clear of all Liens, Claims, Encumbrances and Other Interests and (II) Granting Related Relief [[Docket No. 854](#); entered October 18, 2024]
- lxv. Order (I) Authorizing and Approving the Sale of Certain of the Debtors’ Intellectual Property Assets Free and Clear of all Liens, Claims, Encumbrances and Other Interests and (II) Granting Related Relief [[Docket No. 855](#); entered October 18, 2024]
- lxvi. Order (I) Authorizing and Approving the Sale of Certain of the Debtors’ Equity Interests in Sea Bright Solar, Inc, Free and Clear of all Liens, Claims,

Encumbrances and Other Interests and (II) Granting Related Relief [[Docket No. 859](#); entered October 18, 2024]

- lxvii. Order (I) Authorizing and Approving the Sale of Certain of the Debtors' Equity Interests in Albatross Software, LLC Free and Clear of all Liens, Claims, Encumbrances and Other Interests and (II) Granting Related Relief [[Docket No. 860](#); entered October 18, 2024]
- lxviii. Order (I) Authorizing and Approving the Sale of Certain of the Debtors' Equity Interests in Freedom Solar Holdings LLC Free and Clear of all Liens, Claims, Encumbrances and Other Interests and (II) Granting Related Relief [[Docket No. 861](#); entered October 18, 2024]
- lxix. Order Approving Stipulation and Agreed Order by and Among the Debtors, Complete Solaria, Inc. and Maxeon Solar Pte. Ltd. Authorizing Assumption and Assignment of Brand Framework Agreement [[Docket No. 1031](#); entered November 8, 2024]
- lxx. Order Approving Stipulation Resolving Objection of International Decision Systems, Inc. d/b/a Solifi to Assumption and Assignment of License Agreement [[Docket No. 1046](#); entered November 13, 2024]

Debtors' Witness Information:

- A. Rick Polhemus, Managing Director, Moelis & Company LLC
- B. Matthew Henry, Chief Transformation Officer, SunPower Corporation
- C. Daniel Foley, Chief Executive Officer of Complete Solaria, Inc.

U.S. Specialty Insurance Company Witness Information:

- A. Frank Lanak, Vice President, American Contractors Indemnity Company and U.S. Specialty Insurance Company
- B. Robert F. Young, Contract Bond Underwriter with U.S. Specialty Insurance Company

Status: The Plan Administrator believes that all cure/assumption and assignment responses with respect to this matter have been mooted, resolved, or adjourned. Accordingly, no further hearing with respect to this matter is required at this time.

Dated: December 9, 2024
Wilmington, Delaware

Respectfully submitted,

/s/ Jason M. Madron

RICHARDS, LAYTON & FINGER, P.A.

Kevin Gross (DE Bar No. 209)

Mark D. Collins (DE Bar No. 2981)

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