

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

In re:	)	
	)	Chapter 11
	)	
SUNPOWER CORPORATION, <i>et al.</i> , ¹	)	Case No. 24-11649 (CTG)
	)	
Wind-Down Debtor.	)	
	)	Re: D.I. 1255, 1337
	)	

**NOTICE OF FILING OF PROPOSED
“ORDER GRANTING IN PART NAHUM GAT’S MOTIONS”**

PLEASE TAKE NOTICE that, on January 16, 2025 and February 13, 2025, respectfully, Nahum Gat (the “Movant”) filed the *Motion for Relief to Compel Completion, Transfer, or Removal of Solar Energy System* [D.I. 1255] and the *Limited Objection and Reservation of Rights of the Plan Administrator to the “Motion for Relief to Compel Completion, Transfer, or Removal of Solar Energy System” [D.I. 1255]* [D.I. 1367] (together, the “Motions”) with the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”).

PLEASE TAKE FURTHER NOTICE that, in connection with the Motions, Mark Roberts, solely in his capacity as the plan administrator for the Debtors' wind-down estates (the "Plan Administrator") and HA SunStrong Capital LLC and GF SunStrong Capital, LLC (together with their affiliates, d/b/a SunStrong Management, "HASI") have discussed and agreed to the form of

1 The Wind-Down Debtor in this chapter 11 case, along with the last four digits of the Wind-Down Debtor's federal tax identification number, is SunPower Corporation (8969) ("SunPower"). On February 18, 2025. The Court entered an order closing the chapter 11 cases of SunPower's debtor affiliates (collectively, the "Closing Debtors"). The Closing Debtors, along with the last four digits of the Closing Debtor's federal tax identification number, are: 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 Wind-Down Debtor's service address for purposes of this chapter 11 case is: 655 15th Street, NW, Suite 600, Washington, DC 20005, Attn: Mark Roberts, in his capacity as the Plan Administrator.

order attached hereto as **Exhibit 1** (the “Proposed Order”). The Plan Administrator and HASI, subject to the Movant’s consent, believe that the Proposed Order resolves the Motions. The Proposed Order has been circulated to the Movant contemporaneously with the filing of this notice, *but has not yet been agreed to by the Movant.*

PLEASE TAKE FURTHER NOTICE that, the Plan Administrator and HASI will be prepared to discuss the Motions and the Proposed Order at the hearing scheduled to commence on **Tuesday, April 22, 2025 starting at 10:00 a.m. (Eastern Daylight Time)** (the “Hearing”) before The Honorable Craig T. Goldblatt, United States Bankruptcy Judge for the District of Delaware, at the Bankruptcy Court, located at 824 North Market Street, 5th Floor, Courtroom No. 4, Wilmington, Delaware 19801.

PLEASE TAKE FURTHER NOTICE that, to the extent that the Plan Administrator or HASI make revisions to the Proposed Order prior to the Hearing, the Plan Administrator will present clean and redline copies of such revised documents to the Bankruptcy Court either at or before the Hearing.

[Remainder of the page intentionally left blank.]

Dated: April 21, 2025
Wilmington, Delaware

/s/ Zachary J. Javorsky

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EXHIBIT 1

Proposed Order

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

In re:

SUNPOWER CORPORATION, *et al.*,¹

Wind-Down Debtor.

Chapter 11

Case No. 24-11649 (CTG)

Re: D.I. 1255, 1367

ORDER GRANTING, IN PART, NAHUM GAT'S MOTIONS

Upon consideration of the *Motion for Relief to Compel Completion, Transfer, or Removal of Solar Energy System* [D.I. 1255] and the *Movant's Reply to Limited Objection and Motion to Compel Disclosure of Responsible Parties* [D.I. 1367] (together, the “Motions”)² filed by Nahum Gat (the “Movant”) in the above captioned chapter 11 cases, it is hereby ORDERED:

1. The Motions are GRANTED, IN PART, solely as set forth herein.
2. Pursuant to the *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* [D.I. 611] (the “Sale Order”), ownership, responsibility, and control of the Movant’s solar system located at 1227 9th Street, Manhattan Beach, California (the “Solar System”) and the

The Wind-Down Debtor in this chapter 11 case, along with the last four digits of the Wind-Down Debtor's federal tax identification number, is: SunPower Corporation (8969) ("SunPower"). On February 18, 2025, the Court entered an order closing the chapter 11 cases of SunPower's debtor affiliates (collectively, the "Closing Debtors"). The Closing Debtors, along with the last four digits of the Closing Debtor's federal tax identification number, are: 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 Wind-Down Debtor's service address for purposes of this chapter 11 case is: 655 15th Street, NW, Suite 600, Washington, DC 20005, Attn: Mark Roberts, in his capacity as the Plan Administrator.

² Capitalized terms used, but not otherwise defined, herein shall be ascribed the same meanings given to them in the Motions.

Movant's Power Purchase Agreement ("PPA") transferred from the Debtors (as defined below) to HA SunStrong Capital LLC and GF SunStrong Capital, LLC (together with their affiliates, d/b/a SunStrong Management, "HASI") pursuant to that certain *Purchase Agreement*, dated September 15, 2024 as approved by this Court's Order dated September 24, 2024 [D.I. 611].

3. Any interest or ownership rights that may be currently held by SunPower Corporation or its affiliated Debtors (collectively, the "Debtors") in the Solar System and PPA are hereby disclaimed consistent with the terms of the *Amended Joint Chapter 11 Plan Of SunPower Corporation and Its Debtor Affiliates (Technical Modifications)* [D.I. 872-1] (the "Plan"); *provided, however*, the Debtors shall have no further obligations in relation to the Solar System and PPA.

4. The Movant is directed to address all matters arising from or relating to the Solar System and PPA with HASI, or any subsequent purchaser of the Solar System and PPA, and not with the Debtors, the Wind-Down Debtors, or the Plan Administrator (all of whom have disclaimed any and all interest or ownership rights in the Solar System and PPA).

5. Nothing in this Order constitutes (a) an admission as to the validity of any claim or cause of action against the Debtors or HASI; (b) a waiver of the Debtors' or HASI's rights to dispute any claim or cause of action under applicable law or non-bankruptcy law; or (c) a waiver of Debtors' or HASI's rights under any other applicable law.

6. This Order shall not modify or alter any provision of the Plan, Sale Order, or the PPA.

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