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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:	:	Chapter 11
	:	
SUNEDISON, INC., et al.,	:	Case No. 16-10992 (SMB)
	:	
Debtors.¹	:	(Jointly Administered)
	:	

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's tax identification number are as follows: SunEdison, Inc. (5767); SunEdison DG, LLC (N/A); SUNE Wind Holdings, Inc. (2144); SUNE Hawaii Solar Holdings, LLC (0994); First Wind Solar Portfolio, LLC (5014); First Wind California Holdings, LLC (7697); SunEdison Holdings Corporation (8669); SunEdison Utility Holdings, Inc. (6443); SunEdison International, Inc. (4551); SUNE ML 1, LLC (3132); MEMC Pasadena, Inc. (5238); Solaicx (1969); SunEdison Contracting, LLC (3819); NVT, LLC (5370); NVT Licenses, LLC (5445); Team-Solar, Inc. (7782); SunEdison Canada, LLC (6287); Enflex Corporation (5515); Fotowatio Renewable Ventures, Inc. (1788); Silver Ridge Power Holdings, LLC (5886); SunEdison International, LLC (1567); Sun Edison LLC (1450); SunEdison Products Singapore Pte. Ltd. (7373); SunEdison Residential Services, LLC (5787); PVT Solar, Inc. (3308); SEV Merger Sub Inc. (N/A); Sunflower Renewable Holdings 1, LLC (6273); Blue Sky West Capital, LLC (7962); First Wind Oakfield Portfolio, LLC (3711); First Wind Panhandle Holdings III, LLC (4238); DSP Renewables, LLC (5513); Hancock Renewables Holdings, LLC (N/A); Everstream HoldCo Fund I, LLC (9564); Buckthorn Renewables Holdings, LLC (7616); Greenmountain Wind Holdings, LLC (N/A); Rattlesnake Flat Holdings, LLC (N/A); Somerset Wind Holdings, LLC (N/A); SunE Waiawa Holdings, LLC (9757); SunE MN Development, LLC (8669); SunE MN Development Holdings, LLC (5388); SunE Minnesota Holdings, LLC (8926); Terraform Private Holdings, LLC (5993); Hudson Energy Solar Corporation (3557); SunE REIT-D PR, LLC (5519); SunEdison Products, LLC (4445); SunEdison International Construction, LLC (9605); Vaughn Wind, LLC (4825); Maine Wind Holdings, LLC (1344); First Wind Energy, LLC (2171); First Wind Holdings, LLC (6257); and EchoFirst Finance Co., LLC (1607). The address of the Debtors' corporate headquarters is 13736 Riverport Dr., Maryland Heights, Missouri 63043.

**NOTICE OF AMENDED² AGENDA OF MATTERS SCHEDULED
FOR HEARING ON APRIL 25, 2017 AT 2:00 P.M.**

Location of Hearing: Before the Honorable Stuart M. Bernstein, Courtroom 723,
Manhattan Courthouse, One Bowling Green, New York, NY
10004-1408

I. STATUS CONFERENCE

1. Debtors' Motion For Order Pursuant To Bankruptcy Code Sections 105, 362, 363(b), And 365(a), Bankruptcy Rules 6004, 6006, And 9019, And Local Bankruptcy Rule 6006-1 Authorizing And Approving Certain Settlement Agreements Among The Debtors And The Yieldcos (Dkt. 2570)

Objection Deadline: March 28, 2017 at 4:00 p.m.

Responses Filed:

- A. Limited Reservation of Rights by Wilmington Savings Fund Society, FSB to the Debtors' Motion for Order Authorizing and Approving Certain Settlement Agreements Among the Debtors and the Yieldcos (Dkt. 2665)
- B. Preliminary Objection of Official Committee of Unsecured Creditors to Debtors' Motions for Approval of (I) Settlement Agreements among Debtors and Yieldcos (Docket Nos. 2570 and 2641) and (II) Debtors Performance under Various Agreements in Connection with Yieldco Mergers (Dkt. 2666)
- C. Preliminary Objection of BOKF, N.A., as Convertible Notes Trustee, to Debtors' Motion for Order Pursuant to Bankruptcy Code Sections 105, 362, 363(B), and 365(A), Bankruptcy Rules 6004, 6006, and 9019, and Local Bankruptcy Rule 6006-1 Authorizing and Approving Certain Settlement Agreements Among the Debtors and the Yieldcos (Dkt. 2667)
- D. Limited Reservation of Rights of Wilmington Trust, N.A., as Trustee, in Connection with Debtors' Motion for an Order Authorizing and Approving Certain Settlement Agreements Among the Debtors and the Yieldcos (Dkt. 2668)
- E. Tranche B Lenders/Steering Committee's Reservation of Rights to Debtors' Motion for an Order Authorizing and Approving Certain Settlement Agreements Among the Debtors and the Yieldcos (Dkt. 2698)

² **Items that differ from the previous version of the Agenda appear in bold.**

Additional Documents:

- F. Declaration Of John S. Dubel In Support Of Debtors' Motion For Order Pursuant To Bankruptcy Code Sections 105, 362, 363(b), and 365(a) And Bankruptcy Rules 6004, 6006, and 9019 And Local Bankruptcy Rule 6006-1 Authorizing And Approving Certain Settlement Agreements Among The Debtors And The Yieldcos (Dkt. 2571)
- G. Declaration Of Homer Parkhill In Support Of Debtors' Motion For Order Pursuant To Bankruptcy Code Sections 105, 362, 363(b), And 365(a) And Bankruptcy Rules 6004, 6006, and 9019 And Local Bankruptcy Rule 6006-1 Authorizing And Approving Certain Settlement Agreements Among The Debtors And The Yieldcos (Dkt. 2572)
- H. Debtors' Supplemental Submission to their Motion for Order Pursuant to Bankruptcy Code Sections 105, 362, 363(b), and 365(a), Bankruptcy Rules 6004, 6006, and 9019, and Local Bankruptcy Rule 6006-1 Authorizing and Approving Certain Settlement Agreements Among the Debtors and the Yieldcos Concerning a Proposed Allocation of Settlement Proceeds (Dkt. 2641)
- I. Scheduling Order Signed On 4/7/2017 Regarding Yieldco Settlement Motions And Related Matters And The Disclosure Statement Hearing (Dkt. 2755)
- J. Order signed on 4/18/2017 Assigning Matter to Mediation (Dkt. 2795)
- K. Scheduling Order Signed On 4/18/2017 Regarding Supplemental Scheduling Order Regarding Yieldco Settlement Motion And Related Matters (Dkt. 2808)

Status: A status conference has been scheduled.

- 2. Debtors' Motion For Orders Approving The Debtors' Performance Under TERP VSA, The TERP IDR Transfer Agreement, And The GLBL VSA In Connection With The Yieldco Mergers (Dkt. 2580)

Objection Deadline: March 28, 2017 at 4:00 p.m.

Responses Filed:

- A. Objection to Motion / Preliminary Objection of Official Committee of Unsecured Creditors to Debtors' Motions for Approval of (I) Settlement Agreements among Debtors and Yieldcos (Docket Nos. 2570 and 2641) and (II) Debtors Performance under Various Agreements in Connection with Yieldco Mergers (Dkt. 2666)

Additional Documents:

- B. Notice of Hearing On Debtors' Motion For Orders Approving The Debtors' Performance Under TERP VSA, The TERP IDR Transfer Agreement, And The GLOBL VSA In Connection With The Yieldco Mergers (Dkt. 2587)
- C. Scheduling Order Signed On 4/7/2017 Regarding Yieldco Settlement Motions And Related Matters And The Disclosure Statement Hearing (Dkt. 2755)
- D. Scheduling Order Signed On 4/18/2017 Regarding Supplemental Scheduling Order Regarding Yieldco Settlement Motion And Related Matters (Dkt. 2808)

Status: A status conference has been scheduled.

II. CONTESTED MATTERS

- 3. Application for Entry of an Order Pursuant to Bankruptcy Rule 2004 Authorizing Discovery Examinations of EverStream Solar Infrastructure Fund I LP, EverStream Solar Infrastructure Fund I, G.P. LP, EverStream Energy Capital Management LLC, and Bruce Pflaum (Dkt. 2694)

Objection Deadline: April 13, 2017 at 4:00 p.m.

Responses Filed:

- A. Objection of EverStream Parties to Application for Entry of an Order Pursuant to Bankruptcy Rule 2004 Authorizing Discovery Examinations of EverStream Solar Infrastructure Fund I LP, EverStream Solar Infrastructure Fund I, G.P.LP, EverStream Energy Capital Management, LLC, and Bruce Pflaum (Dkt. 2800)
- B. Declaration of William P. Weintraub in Support of Objection of EverStream Parties to Application for Entry of an Order Pursuant to Bankruptcy Rule 2004 Authorizing Discovery Examinations of EverStream Solar Infrastructure Fund I LP, EverStream Solar Infrastructure Fund I, G.P.LP, EverStream Energy Capital Management, LLC, and Bruce Pflaum (Dkt. 2801)

Additional Documents:

- C. Notice of Rescheduling of Debtors' Application for FRBP 2004 Examination /Application for Entry of an Order Pursuant to Bankruptcy Rule 2004 Authorizing Discovery Examinations of EverStream Solar Infrastructure Fund I LP, EverStream Solar Infrastructure Fund I, G.P. LP,

EverStream Energy Capital Management LLC, and Bruce Pflaum (Dkt. 2719)

- D. Notice of Rescheduling of Debtors' Application for FRBP 2004 Examination /Application for Entry of an Order Pursuant to Bankruptcy Rule 2004 Authorizing Discovery Examinations of EverStream Solar Infrastructure Fund I LP, EverStream Solar Infrastructure Fund I, G.P. LP, EverStream Energy Capital Management LLC, and Bruce Pflaum (Dkt. 2777)
- E. Debtors' Reply In Further Support Of The Application For Entry Of An Order Pursuant To Bankruptcy Rule 2004 Authorizing Discovery Examinations Of The EverStream Parties And In Response To EverStream Parties' Objection (Dkt. 2825)

Status: This matter is going forward.

- 4. Debtors' Motion For Order (I) Authorizing Debtors (A) To Obtain Replacement Postpetition Financing Pursuant To Bankruptcy Code Sections 105, 361, 362, 364(c)(1), 364(c)(2), 364(c)(3), 364(d)(1), And 364(e), (B) To Utilize Cash Collateral Pursuant To Bankruptcy Code Section 363, And (C) To Repay Existing Postpetition Financing Pursuant To Bankruptcy Code Section 363(b), (II) Granting Adequate Protection To Prepetition Secured Parties Pursuant To Bankruptcy Code Sections 361, 362, 363 And 364 And (III) Scheduling Hearing Pursuant To Bankruptcy Rules 4001(b) And (c) (Dkt. 2732)

Objection Deadline: April 18, 2017 at 4:00 p.m.

Responses Filed:

- A. Official Committee of Unsecured Creditors' Limited Objection to Debtors Motion For Order (I) Authorizing Debtors (A) To Obtain Replacement Postpetition Financing Pursuant To Bankruptcy Code Sections 105, 361, 362, 364(c)(1), 364(c)(2), 364(c)(3), 364(d)(1), And 364(e), (B) To Utilize Cash Collateral Pursuant To Bankruptcy Code Section 363, And (C) To Repay Existing Postpetition Financing Pursuant To Bankruptcy Code Section 363(b), (II) Granting Adequate Protection To Prepetition Secured Parties Pursuant To Bankruptcy Code Sections 361, 362, 363 And 364 And (III) Scheduling Hearing Pursuant To Bankruptcy Rules 4001(b) And (c) (Dkt. 2802)

Additional Documents:

- B. Declaration Of Philip Gund In Support Of Debtors' Motion For Order (I) Authorizing Debtors (A) To Obtain Replacement Postpetition Financing Pursuant To Bankruptcy Code Sections 105, 361, 362, 364(c)(1), 364(c)(2), 364(c)(3), 364(d)(1), And 364(e), (B) To Utilize Cash Collateral Pursuant To Bankruptcy Code Section 363, And (C) To

Repay Existing Postpetition Financing Pursuant To Bankruptcy Code Section 363(b), (II) Granting Adequate Protection To Prepetition Secured Parties Pursuant To Bankruptcy Code Sections 361, 362, 363 And 364 And (III) Scheduling Hearing Pursuant To Bankruptcy Rules 4001(b) And (c) (Dkt. 2733)

- C. Declaration Of Homer Parkhill In Support Of Debtors' Motion For Order (I) Authorizing Debtors (A) To Obtain Replacement Postpetition Financing Pursuant To Bankruptcy Code Sections 105, 361, 362, 364(c)(1), 364(c)(2), 364(c)(3), 364(d)(1), And 364(e), (B) To Utilize Cash Collateral Pursuant To Bankruptcy Code Section 363, And (C) To Repay Existing Postpetition Financing Pursuant To Bankruptcy Code Section 363(b), (II) Granting Adequate Protection To Prepetition Secured Parties Pursuant To Bankruptcy Code Sections 361, 362, 363 And 364 And (III) Scheduling Hearing Pursuant To Bankruptcy Rules 4001(b) And (c) (Dkt. 2734)
- D. Notice To Holders Of The Tranche B Roll-Up Dollar Amount Under The DIP Credit Agreement (Dkt. 2737)
- E. Amended Notice To Holders Of The Tranche B Roll-Up Dollar Amount Under The DIP Credit Agreement (Dkt. 2741)
- F. Notice Of Filing Of Exhibit A To The Declaration Of Homer Parkhill In Support Of Debtors' Motion For Order (I) Authorizing Debtors (A) To Obtain Replacement Postpetition Financing Pursuant To Bankruptcy Code Sections 105, 361, 362, 364(c)(1), 364(c)(2), 364(c)(3), 364(d)(1), And 364(e), (B) To Utilize Cash Collateral Pursuant To Bankruptcy Code Section 363, And (C) To Repay Existing Postpetition Financing Pursuant To Bankruptcy Code Section 363(B), (II) Granting Adequate Protection To Prepetition Secured Parties Pursuant To Bankruptcy Code Sections 361, 362, 363 And 364 And (III) Scheduling Hearing Pursuant To Bankruptcy Rules 4001(b) And (c) (Dkt. 2757)
- G. Order Signed On 4/11/2017 Authorizing Debtors To File Certain References To Fees Related To Replacement Dip Facilities Under Seal (Dkt. 2771)
- H. Notice Of Supplemental Filing To The Debtors' Motion For Order (I) Authorizing Debtors (A) To Obtain Replacement Postpetition Financing Pursuant To Bankruptcy Code Sections 105, 361, 362, 364(c)(1), 364(c)(2), 364(c)(3), 364(d)(1), And 364(e), (B) To Utilize Cash Collateral Pursuant To Bankruptcy Code Section 363, And (C) To Repay Existing Postpetition Financing Pursuant To Bankruptcy Code Section 363(b), (II) Granting Adequate Protection To Prepetition Secured Parties Pursuant To Bankruptcy Code Sections 361, 362, 363

And 364 And (III) Scheduling Hearing Pursuant To Bankruptcy Rules 4001(b) And (c) (Dkt. 2772)

- I. Notice Of Supplemental Filing To The Debtors' Motion For Order (I) Authorizing Debtors (A) To Obtain Replacement Postpetition Financing Pursuant To Bankruptcy Code Sections 105, 361, 362, 364(c)(1), 364(c)(2), 364(c)(3), 364(d)(1), And 364(e), (B) To Utilize Cash Collateral Pursuant To Bankruptcy Code Section 363, And (C) To Repay Existing Postpetition Financing Pursuant To Bankruptcy Code Section 363(b), (II) Granting Adequate Protection To Prepetition Secured Parties Pursuant To Bankruptcy Code Sections 361, 362, 363 And 364 And (III) Scheduling Hearing Pursuant To Bankruptcy Rules 4001(b) And (c) (Dkt. 2774)
- J. Supplemental Notice To Holders Of The Tranche B Roll-Up Dollar Amount Under The DIP Credit Agreement (Dkt. 2796)
- K. Order signed on 4/18/2017 Authorizing Filing of the Official Committee of Unsecured Creditors' Objection to Debtors' Replacement DIP Financing Motion Under Seal (Dkt. 2803)
- L. Reply In Support Of Debtors Motion For Order (I) Authorizing Debtors (A) To Obtain Replacement Postpetition Financing Pursuant To Bankruptcy Code Sections 105, 361, 362, 364(c)(1), 364(c)(2), 364(c)(3), 364(d)(1), And 364(e), (B) To Utilize Cash Collateral Pursuant To Bankruptcy Code Section 363, And (C) To Repay Existing Postpetition Financing Pursuant To Bankruptcy Code Section 363(B), (II) Granting Adequate Protection To Prepetition Secured Parties Pursuant To Bankruptcy Code Sections 361, 362, 363 And 364, And (III) Scheduling Hearing Pursuant To Bankruptcy Rules 4001(b) And (c) (Dkt. 2830)**
- M. Supplemental Declaration Of Homer Parkhill In Support Of Debtors Motion For Order (I) Authorizing Debtors (A) To Obtain Replacement Postpetition Financing Pursuant To Bankruptcy Code Sections 105, 361, 362, 364(c)(1), 364(c)(2), 364(c)(3), 364(d)(1), And 364(e), (B) To Utilize Cash Collateral Pursuant To Bankruptcy Code Section 363, And (C) To Repay Existing Postpetition Financing Pursuant To Bankruptcy Code Section 363(b), (II) Granting Adequate Protection To Prepetition Secured Parties Pursuant To Bankruptcy Code Sections 361, 362, 363 And 364 And (III) Scheduling Hearing Pursuant To Bankruptcy Rules 4001(b) And (c) (Dkt. 2831)**
- N. Supplemental Declaration Of Philip Gund In Support Of Debtors Motion For Order (I) Authorizing Debtors (A) To Obtain Replacement Postpetition Financing Pursuant To Bankruptcy Code**

Sections 105, 361, 362, 364(c)(1), 364(c)(2), 364(c)(3), 364(d)(1), And 364(e), (B) To Utilize Cash Collateral Pursuant To Bankruptcy Code Section 363, And (C) To Repay Existing Postpetition Financing Pursuant To Bankruptcy Code Section 363(b), (II) Granting Adequate Protection To Prepetition Secured Parties Pursuant To Bankruptcy Code Sections 361, 362, 363 And 364 And (III) Scheduling Hearing Pursuant To Bankruptcy Rules 4001(b) And (c) (Dkt. 2832)

- O. **Notice Of Supplemental Filing To The Debtors' Motion For Order (I) Authorizing Debtors (A) To Obtain Replacement Postpetition Financing Pursuant To Bankruptcy Code Sections 105, 361, 362, 364(c)(1), 364(c)(2), 364(c)(3), 364(d)(1), And 364(e), (B) To Utilize Cash Collateral Pursuant To Bankruptcy Code Section 363, And (C) To Repay Existing Postpetition Financing Pursuant To Bankruptcy Code Section 363(b), (II) Granting Adequate Protection To Prepetition Secured Parties Pursuant To Bankruptcy Code Sections 361, 362, 363 And 364 And (III) Scheduling Hearing Pursuant To Bankruptcy Rules 4001(b) And (c) (Dkt. 2833)**

Status: The Debtors **have filed a reply** in support of the motion. This matter is going forward.

Dated: April 24, 2017
New York, New York

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

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