



GRANTED

IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

SOLARRESERVE CSP HOLDINGS,
LLC, a Delaware limited liability
company,

Plaintiff,

v.

TONOPAH SOLAR ENERGY, LLC,
a Delaware limited liability company,

Defendant.

C.A. No. 2019-0791-JRS

[PROPOSED] ORDER GRANTING MOTION TO VACATE

WHEREAS, Plaintiff SolarReserve CSP Holdings, LLC (“SolarReserve”) filed an Amended Complaint petitioning this Court for the equitable dissolution of Tonopah based in part on SolarReserve’s equity interest in Tonopah (the “Dissolution Action”), and Tonopah moved to dismiss the Dissolution Action;

WHEREAS, on March 18, 2020, this Court issued a Memorandum Opinion granting Tonopah’s motion to dismiss the Amended Complaint (the “Dissolution Opinion”);

WHEREAS, on April 16, 2020, SolarReserve appealed the Dissolution Opinion to the Supreme Court (the “Appeal”);

WHEREAS, on July 30, 2020, Tonopah filed for bankruptcy, which stayed the Appeal;

WHEREAS, while the Appeal was stayed, the United States Bankruptcy Court for the District of Delaware approved Tonopah’s plan of reorganization (the “Plan”), including a new limited liability company agreement for Tonopah;

WHEREAS, on January 29, 2021, the parties stipulated that the Appeal was moot as a result of the confirmation of the Plan;

WHEREAS, on June 10, 2021, in a separate action between the parties, C.A. No. 2020-0064-JRS (the “Books and Records Action”), on appeal to the Supreme Court, SolarReserve filed a motion to vacate this Court’s memorandum opinion and final order and judgment, which Tonopah opposed;

WHEREAS, on June 11, 2021, based upon the same rationale set forth in the motion to vacate in the Books and Records Action, SolarReserve filed a motion to reopen the case and vacate the Dissolution Opinion in the instant matter (the “Motion”);

WHEREAS, by Order dated August 9, 2021, the Delaware Supreme Court granted SolarReserve’s Motion to Vacate the Memorandum Opinion and Final Order and Judgment in the Books and Records Action, and remanded the matter to this Court for the purpose of vacating the Memorandum Opinion and Final Order and Judgment in the Books and Records Action;

WHEREAS, in light of the Supreme Court's Order in the Books and Records Action, Tonopah does not oppose the Motion;

NOW, THEREFORE, IT IS ORDERED this ____ day of August, 2021, that the Dissolution Opinion is **VACATED**.

Vice Chancellor Joseph R. Slights, III

This document constitutes a ruling of the court and should be treated as such.

Court: DE Court of Chancery Civil Action

Judge: Joseph Slights

File & Serve

Transaction ID: 66867642

Current Date: Aug 20, 2021

Case Number: 2019-0791-JRS

Case Name: SolarReserve CSP Holdings, LLC vs Tonopah Solar Energy, LLC

Court Authorizer: Joseph Slights

/s/ Judge Joseph Slights