

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

IN RE: SUNEDISON, INC. SECURITIES  
LITIGATION

Case No. 16-MD-2742 (PKC) (AJP)

DARCY CHURCH, Individually and on Behalf of All  
Others Similarly Situated,

Plaintiff,

v.

AHMAD R. CHATILA and BRIAN WUEBBELS,

Defendants.

Case No. 1:16-cv-07962-PKC

**NOTICE OF PROPOSED SETTLEMENT OF CLASS ACTION, MOTION FOR  
ATTORNEYS' FEES AND EXPENSES, AND SETTLEMENT FAIRNESS HEARING**

If you purchased or otherwise acquired securities of Vivint Solar, Inc. ("Vivint" or the "Company") between July 20, 2015 and April 1, 2016, both dates inclusive (the "Settlement Class Period"), you could get a payment from a proposed class action settlement (the "Settlement").

*A federal court authorized this Notice. This is not attorney advertising.*

- The Court will hold a Settlement Hearing on **January 31, 2018, at 2:00 p.m.** to decide whether to approve the Settlement. If approved by the Court, the Settlement will provide \$2,100,000 gross (the "Settlement Amount"), plus interest as it accrues, minus attorneys' fees, costs, and administrative expenses, net of any taxes on interest, to pay claims of investors who purchased Vivint securities during the Settlement Class Period.
- The Settlement represents an average recovery of \$0.16 per share of Vivint stock for the approximately 13.2 million estimated shares that Lead Plaintiff alleges were damaged and declined in value as a result of Defendants' alleged misconduct during the Settlement Class Period. A share may have been traded more than once during the Settlement Class Period. This estimate solely reflects the average recovery per outstanding share of Vivint stock. This is not an estimate of the actual recovery per share you should expect. Your actual recovery will depend on the aggregate losses of all Settlement Class Members, the date(s) you purchased and sold Vivint securities, and the total number of claims filed. See the Plan of Allocation on page 8 below for more details.
- To claim your share of the Settlement, you must submit a valid Proof of Claim and Release form by **January 5, 2018**.
- Attorneys for Plaintiffs ("Plaintiffs' Counsel") intend to ask the Court to award them fees of up to 30% of the Settlement Amount (\$630,000) plus interest and reimbursement of up to \$50,000 in litigation expenses. Since the Action's inception, Plaintiffs' Counsel have expended considerable time and effort in this litigation on a contingent-fee basis and have advanced the expenses of the litigation in the expectation that if they were successful in obtaining a recovery for the Settlement Class, they would be paid from such recovery. Plaintiffs' Counsel also intends to ask the Court to grant an incentive award to Lead Plaintiff and Named Plaintiff collectively not to exceed \$4,000. Collectively, the requested attorneys' fees and litigation expenses and Award to Plaintiffs are estimated to average \$0.05 per allegedly damaged share of Vivint stock. If approved by the Court, these amounts will be paid from the Settlement Fund.
- The average recovery, after the deductions set forth in the preceding paragraph, is \$0.11 per allegedly damaged share of Vivint. This estimate is based on the assumptions set forth in the preceding paragraph. Your actual recovery, if any, will depend on the aggregate losses of all Settlement Class Members, the date(s) you purchased and sold Vivint securities, the purchase and sales prices, and the total number and amount of claims filed.

- The Settlement resolves the Action concerning whether Ahmad Chatila and Brian Wuebbels (collectively “Defendants”) violated federal securities laws by allegedly making misrepresentations and/or omissions of material fact in public statements to the investing public concerning SunEdison’s liquidity and internal controls over financial reporting. Defendants have denied and continue to deny each, any, and all allegations of wrongdoing, fault, liability, or damage whatsoever asserted by Plaintiffs. Defendants have also denied, *inter alia*, the allegations that Plaintiffs or the Settlement Class have suffered damages or that Plaintiffs or the Settlement Class were harmed by the conduct alleged in the Action. Defendants continue to believe the claims asserted against them in the Action are without merit.
- The parties disagree on how much money could have been won if the investors won at trial.
- Your legal rights will be affected whether you act or do not act. If you do not act, you may permanently forfeit your right to recover on this claim. Therefore, you should read this Notice carefully.

<b>YOUR LEGAL RIGHTS AND OPTIONS IN THIS SETTLEMENT</b>	
<b>SUBMIT A CLAIM FORM</b>	The only way to get a payment. Proof of Claim and Release forms must be postmarked or submitted online by <b>January 5, 2018</b> .
<b>EXCLUDE YOURSELF</b>	Get no payment. This is the only option that allows you to ever be part of any other lawsuit against the Defendants or any other Released Parties about the legal claims in this case. Requests for Exclusion must be received by <b>January 5, 2018</b> .
<b>OBJECT</b>	Write to the Court about why you do not like the Settlement, the Plan of Allocation, and/or the request for attorneys’ fees, costs, and expenses. You will still be a member of the Class. Objections must be received by counsel by <b>January 5, 2018</b> .
<b>GO TO THE HEARING</b>	Ask to speak in Court about the fairness of the Settlement. Requests to speak must be received by counsel by <b>January 5, 2018</b> . The Settlement Hearing is scheduled for <b>January 31, 2018</b> .
<b>DO NOTHING</b>	Get no payment. Give up your rights.

### **INQUIRIES**

For further information regarding the Action or this Notice or to review the Stipulation and Agreement of Settlement, dated September 8, 2017 (the “Settlement Stipulation”), please visit <http://www.strategicclaims.net/cases> or contact the Claims Administrator toll-free at (866) 274-4004 or at [info@strategicclaims.net](mailto:info@strategicclaims.net). You may also contact Plaintiffs’ Counsel at Pomerantz LLP, 600 Third Ave., 20th Floor, New York, NY 10016, (212) 661-1100, <http://pomerantzlawfirm.com>. **Please do not contact the Court or Defendants regarding this Notice.**

### **DEFINITIONS**

All capitalized terms not otherwise defined herein shall have the same meanings as set forth in the Settlement Stipulation.

### **BASIC INFORMATION CONCERNING THE SETTLEMENT**

<b>1. Why did I get this notice package?</b>
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You or someone in your family may have purchased or otherwise acquired securities of Vivint Solar, Inc. (“Vivint” or the “Company”) between July 20, 2015 and April 1, 2016, both dates inclusive (the “Settlement Class Period”).

<b>2. What is this lawsuit about?</b>
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This case is known as *Church v. Chatila, et al.*, Case No. 1:16-cv-07962 (S.D.N.Y.) (the “Action”). The Court in charge of the case is the United States District Court for the Southern District of New York. The Action involves allegations that Defendants violated certain federal securities laws by allegedly making

misrepresentations and/or omissions of material fact in public statements to the investing public concerning SunEdison's liquidity and internal controls over financial reporting. The Second Amended Securities Class Action Complaint (the "Complaint") alleges that the misstatements or omissions artificially inflated the price of Vivint securities, and that the securities' prices dropped in response to certain subsequent disclosures. Defendants have denied and continue to deny each, any and all allegations of wrongdoing, fault, liability or damage whatsoever asserted in the Action. The Settlement shall in no event be construed as, or deemed to be evidence of, liability, fault, wrongdoing, injury or damages, or of any wrongful conduct, acts or omissions on the part of any of the Released Parties, or of any infirmity of any defense, or of any damages to the Plaintiffs or any other Settlement Class Member. The Settlement resolves all of the claims in the Action, as well as certain other claims or potential claims, whether known or unknown.

**3. Why is this a class action?**

In a class action, one or more persons called plaintiffs sue on behalf of all persons who have similar claims. All of the persons with similar claims are referred to as a class. One court resolves the issues for all class members, except for those who exclude themselves from the class.

**4. Why is there a settlement?**

Plaintiffs and Defendants do not agree regarding the merits of Plaintiffs' allegations and Defendants' defenses with respect to liability or the average amount of damages per share, if any, that would be recoverable if Plaintiffs were to prevail at trial on each claim. The issues on which Plaintiffs and the Defendants disagree include: (1) whether the challenged statements were materially false or misleading or otherwise actionable under federal securities law; (2) whether the Defendants acted with scienter; (3) whether the alleged disclosures were corrective disclosures; (4) the causes of the loss in the value of the securities; and (5) the amount of alleged damages, if any, that could be recovered at trial.

This matter has not gone to trial, and the Court has not decided in favor of either Plaintiffs or Defendants. Instead, Plaintiffs and Defendants have agreed to settle the case. Plaintiffs and Plaintiffs' Counsel believe the Settlement is best for all Settlement Class Members because of the risks associated with continued litigation and the nature of the defenses raised by the Defendants. Among the reasons that Plaintiffs and Plaintiffs' Counsel believe the Settlement is fair is the fact that there is uncertainty about whether they will be able to prove that any challenged statement was false or misleading, that the alleged misstatements and omissions actually caused the Settlement Class any damages, and the amount of damages, if any.

Even if Plaintiffs were to win at trial, and also prevail on any on appeal, Plaintiffs might not be able to collect some, or all, of any judgment they are awarded. Moreover, while litigation of this type is usually expensive, it appears that, even if Plaintiffs' allegations were found to be true, the total amount of damages to which Settlement Class Members would be entitled could be substantially reduced.

**WHO IS IN THE SETTLEMENT**

To see if you will get money from this Settlement, you first have to determine if you are a Settlement Class Member.

**5. How do I know if I am part of the Settlement?**

The Settlement Class includes all persons or entities, except those who are excluded as described below, who purchased or otherwise acquired securities of Vivint Solar, Inc. ("Vivint" or the "Company") between July 20, 2015 and April 1, 2016, both dates inclusive (the "Settlement Class Period").

If one of your mutual funds owns Vivint securities, that alone does not make you a Settlement Class Member. Also, if you sold Vivint securities during the Settlement Class Period, that alone does not make you a Settlement Class Member. You are a Settlement Class Member only if you directly purchased or otherwise acquired Vivint securities during the Settlement Class Period. Contact your broker to see if you have made any of these transactions.

**6. Are there exceptions to being included?**

Yes. Excluded from the Settlement Class are (i) Defendants Ahmad Chatila and Brian Wuebbels; (ii) all current and former officers and directors of SunEdison, Inc.; (iii) blood relatives and household members of any such person excluded under (i); (iv) any entities affiliated with, controlled by, or more than 5% owned

by, any person excluded under (i) and (ii); (v) the legal representatives, heirs, successors or assigns of any person excluded under (i) through (iv); (vi) Opt-Outs, *i.e.*, those Persons who timely and validly request exclusion from the Settlement Class in accordance with the requirements set forth below; and (vii) Persons who have no compensable damages.

**7. What if I am still not sure if I am included?**

If you are still not sure whether you are included, you can ask for free help. You can contact the Claims Administrator toll-free at (866) 274-4004 or at [info@strategicclaims.net](mailto:info@strategicclaims.net) or by visiting the website at <http://www.strategicclaims.net/cases>, or you can fill out and return the Proof of Claim and Release form enclosed with this Notice package to see if you qualify.

**THE SETTLEMENT BENEFITS—WHAT YOU GET**

**8. What does the Settlement provide?**

The proposed Settlement provides for Defendants’ insurers to pay \$2,100,000 into a settlement fund (the “Settlement Fund”). The Settlement is subject to Court approval. Also, subject to the Court’s approval, a portion of the Settlement Fund will be used to pay attorneys’ fees with interest and reasonable litigation expenses to Plaintiffs’ Counsel, and any Award to Plaintiffs. A portion of the Settlement Fund also will be used to pay taxes due on interest earned by the Settlement Fund, if necessary, and the costs of the claims administration, including the costs of printing and mailing this Notice and the costs of publishing notice. After the foregoing deductions from the Settlement Fund have been made, the amount remaining (the “Net Settlement Fund”) will be distributed to Settlement Class Members who submit timely, valid claims, according to the Plan of Allocation to be approved by the Court.

**9. How much will my payment be?**

Your share of the Net Settlement Fund will depend on several factors, including: (i) how many Vivint securities you purchased or sold during the Settlement Class Period, and the dates and prices of those purchases and sales; (ii) the number of timely and valid claims submitted by other Settlement Class Members, and the purchases and sales of Vivint securities represented by those claims; (iii) the amount of administrative costs, including the costs of notice; and (iv) the amount awarded by the Court to Plaintiffs’ Counsel for attorneys’ fees, costs, and expenses and to Plaintiffs.

The Claims Administrator will determine each Settlement Class Member’s *pro rata* share of the Net Settlement Fund based upon each Settlement Class Member’s valid “Recognized Loss.” The Recognized Loss formula is the basis upon which the Net Settlement Fund will be proportionately allocated to the Settlement Class Members with valid claims (“Authorized Claimants”). The Recognized Loss formula is not intended to be an estimate of the amount that a Settlement Class Member might have been able to recover after a trial; it also is not an estimate of the amount that will be paid to Authorized Claimants pursuant to the Settlement. You can calculate your Recognized Loss by following the instructions in the Plan of Allocation at page 8 of this Notice.

It is unlikely that you will get a payment for all of your Recognized Loss. After all Settlement Class Members have sent in their Proof of Claim and Release forms, the payment you get will be a part of the Net Settlement Fund equal to your Recognized Loss divided by the total of everyone’s Recognized Losses.

**HOW YOU GET A PAYMENT—SUBMITTING A CLAIM FORM**

**10. How can I get a payment?**

To qualify for a payment, you must submit a Proof of Claim and Release form. The Claims Administrator will process your claim and determine whether you are an Authorized Claimant.

A Proof of Claim and Release form is enclosed with this Notice and may also be downloaded at <http://www.strategicclaims.net/cases>. Read the instructions carefully, fill out the form, include all the documents that the form requests, sign it, and mail or submit it online so that it is postmarked or received no later than **January 5, 2018**. The claim form may be submitted online at [info@strategicclaims.net](mailto:info@strategicclaims.net) or mailed to:

*Vivint Solar, Inc. Securities Litigation*  
c/o Strategic Claims Services  
P.O. Box 230  
600 N. Jackson Street, Suite 3  
Media, PA 19063

**11. When would I get my payment?**

The Court will hold a Settlement Hearing on **January 31, 2018 at 2:00 p.m.** to decide whether to approve the Settlement. If the Court approves the Settlement, there might be appeals afterwards. It is always uncertain whether these appeals can be resolved, and resolving them can take time, perhaps more than a year. It also takes time for all claims to be processed. Please be patient.

**12. What am I giving up to get a payment or to stay in the Class?**

Unless you exclude yourself from the Settlement Class by the January 5, 2018 deadline, you will remain a member of the Settlement Class and will be bound by the release of claims against Defendants and other Released Parties if the Settlement is approved. That means you and all other Settlement Class Members and each of their respective present, former and future direct and indirect parent entities, associates, affiliates, subsidiaries, predecessors, successors, and the officers, directors, attorneys, assigns, legal representatives, and agents of each of them, each of their respective officers, directors, attorneys, legal representatives, and agents, and any person or entity which is or was related to or affiliated with any Releasing Party or in which any Releasing Party has a controlling interest, and each of their immediate family members, heirs, representatives, administrators, executors, trustees, successors, assigns, devisees, legatees, and estates will release (agreeing never to sue, continue to sue, or be part of any other lawsuit) as against Defendants and other Released Parties any and all claims which arise out of, are based upon or relate in any way to the purchase or acquisition of Vivint securities during the Settlement Class Period. (Note that “Released Parties” does not include Vivint Solar, Inc., or any of its officers or directors.) It means that all of the Court’s orders will apply to you and legally bind you. That means you will accept a share of the Net Settlement Fund as sole compensation for any losses you suffered in the purchase, acquisitions, sale or ownership of Vivint securities during the Settlement Class Period. The specific terms of the release are included in the Settlement Stipulation.

**EXCLUDING YOURSELF FROM THE SETTLEMENT**

If you do not want a payment from this Settlement, and you want to keep any right you may have to sue or continue to sue Defendants or other Released Parties on your own about the claims being released in this Settlement, then you must take steps to remove yourself from the Settlement. This is called excluding yourself, or “opting out,” from the Settlement.

**13. How do I get out of the proposed Settlement?**

To exclude yourself from the Settlement, you must mail a letter stating that you “request exclusion from the Settlement Class in the *Vivint Solar, Inc. Securities Litigation*, Case No. 16-cv-07962-PKC (S.D.N.Y.)”. To be valid, the letter must state (A) your name, address, telephone number, and e-mail address (if any); (B) the date, number of shares, and dollar amount of all purchases, acquisitions, sales, or dispositions of Vivint securities during the Settlement Class Period; and (C) the number of shares of Vivint securities held by you as of April 1, 2016. Any request for exclusion must be signed and submitted by you, as the beneficial owner, under penalty of perjury. You must submit your exclusion request so that it is **received no later than January 5, 2018 at:**

*Vivint Solar, Inc. Securities Litigation*  
c/o Strategic Claims Services  
P.O. Box 230  
600 N. Jackson Street, Suite 3  
Media, PA 19063

You cannot exclude yourself by telephone or by e-mail. If you properly exclude yourself, you will not receive a payment from the Net Settlement Fund, you cannot object to the Settlement, and you will not be legally bound by the judgment in this case.

**14. If I do not exclude myself, can I sue the Defendants or the other Released Parties for the same thing later?**

No. Unless you exclude yourself by following the instructions above, you give up any rights to sue the Defendants or the other Released Parties for the claims being released in this Settlement. If you have a pending lawsuit against the Released Parties or related to any Released Claims, speak to your lawyer in that case immediately, since you must exclude yourself from this Settlement Class to continue your own lawsuit. Remember, the exclusion deadline is **January 5, 2018**.

**15. If I exclude myself, can I get money from the proposed Settlement?**

No. If you exclude yourself, you may not send in a Proof of Claim and Release form to ask for any money.

**THE LAWYERS REPRESENTING YOU**

**16. Do I have a lawyer in this case?**

The Court has appointed Pomerantz LLP as Lead Counsel, and The Rosen Law Firm, P.A. has served as additional counsel to the Class (collectively “Plaintiffs’ Counsel”), to represent you and the other Settlement Class Members. If you want to be represented by your own lawyer, you may hire one at your own expense. Contact information for Pomerantz LLP is provided below.

**17. How will the lawyers be paid?**

Plaintiffs’ Counsel have expended considerable time litigating this Action on a contingent-fee basis, and have paid for the expenses of the case themselves. They have not been paid attorneys’ fees or reimbursed for their expenses in advance of this Settlement. Plaintiffs’ Counsel have done so with the expectation that, if they are successful in recovering money for the Settlement Class, they will receive attorneys’ fees and be reimbursed for their litigation expenses from the Settlement Fund, as is customary in this type of litigation. Plaintiffs’ Counsel will not receive attorneys’ fees or be reimbursed for their litigation expenses except from the Settlement Fund. Therefore, Plaintiffs’ Counsel will file a motion at the Settlement Hearing asking the Court for an award of attorneys’ fees in an amount not greater than 30% of the Settlement Fund, equaling \$630,000 plus interest, plus reimbursement of litigation expenses of no more than \$50,000 and an Award to Lead Plaintiff and Named Plaintiff collectively not to exceed \$4,000 (\$2,000 each). The Court may award less than these amounts. Any amounts awarded by the Court will come out of the Settlement Fund.

**OBJECTING TO THE SETTLEMENT**

**18. How do I tell the Court that I object to the proposed Settlement?**

If you are a Settlement Class Member, you can tell the Court you do not agree with the proposed Settlement, any part of the Settlement, the proposed Plan of Allocation, and/or Plaintiffs’ Counsel’s motion for attorneys’ fees and expenses and application for an Award to Plaintiffs. You can write to the Court setting out your objection. The Court will consider your views.

To object, you must send a signed letter saying that you object to the proposed Settlement in the *Vivint Solar, Inc. Securities Litigation*. Be sure to include (1) your name, address, telephone number, and your signature; (2) the date(s), price(s), and amount(s) of all Vivint securities that you purchased, otherwise acquired, sold, or otherwise disposed of during the Settlement Class Period, in order to show membership in the Settlement Class; (3) all grounds for the objection, including any legal support known to you or your counsel, (4) the name, address and telephone number of all counsel, if any, who represent you, including your former or current counsel who may be entitled to compensation in connection with the objection, and (5) the number of times you and/or your counsel has filed an objection to a class action settlement in the last five years, the nature of each such objection in each case, the jurisdiction in each case, and the name of the issuer of the security or seller of the product or service at issue in each case.

Attendance at the Settlement Hearing is not necessary. Objectors wishing to be heard orally at the Settlement Hearing must indicate in their written objection that they intend to appear at the Settlement Hearing and identify any witnesses they may call to testify or exhibits they intend to introduce into evidence at the Settlement Hearing.



Be sure to mail or deliver copies of any objections, papers and briefs to **each** of the addresses listed below such that they are **received no later than January 5, 2018**:

<b>Clerk of the Court</b> United States District Court Southern District of New York 500 Pearl Street New York, NY 10007	<b>Plaintiffs' Counsel</b> Jeremy A. Lieberman Murielle Steven Walsh Aatif Iqbal POMERANTZ LLP 600 Third Avenue, Floor 20 New York, NY 10016	<b>Counsel For Defendants Ahmad Chatila And Brian Weubbels</b> Sara B. Brody SIDLEY AUSTIN LLP 555 California Street, Suite 2000 San Francisco, CA 94104
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**19. What is the difference between objecting and excluding myself?**

Objecting is simply telling the Court you do not like something about the Settlement or some portion thereof. You can object only if you stay in the Settlement Class. Requesting exclusion is telling the Court you do not want to be part of the Settlement Class or the Settlement. If you exclude yourself, you cannot object to the Settlement because it no longer concerns you. If you stay in the Settlement Class and object, but your objection is overruled, you will not be allowed a second opportunity to exclude yourself.

**THE COURT'S SETTLEMENT HEARING**

The Court will hold a hearing to decide whether to approve the proposed Settlement. You may attend, and you may ask to speak, but you do not have to.

**20. When and where will the Court decide whether to approve the proposed Settlement?**

The Court will hold a Settlement Hearing on **January 31, 2018 at 2:00 p.m.** at the Daniel Patrick Moynihan United States Courthouse, Courtroom 11D, 500 Pearl St., New York, NY 10007.

At this hearing, the Court will consider whether the proposed Settlement is fair, reasonable, and adequate and should be approved by the Court; whether an Order and Final Judgment as provided in the Settlement Stipulation should be entered; and whether the proposed Plan of Allocation should be approved. If there are objections, the Court will consider them, and the Court will listen to people who have asked to speak at the hearing. The Court may also decide how much should be awarded to Plaintiffs' Counsel for attorneys' fees and expenses and to Plaintiffs for their service to the Settlement Class.

We do not know how long these decisions will take. You should be aware that the Court may change the date and time of the Settlement Hearing without another notice being sent to Settlement Class Members. If you want to attend the hearing, you should check with Plaintiffs' Counsel beforehand to be sure that the date and/or time has not changed.

**21. Do I have to come to the hearing?**

No. Plaintiffs' Counsel will answer any questions the Court may have. However, you are welcome to attend at your own expense. If you send an objection, you do not have to come to Court to talk about it. As long as you mail your written objection on time, the Court will consider it. You may also pay your own lawyer to attend, but it is not necessary. Settlement Class Members do not need to appear at the hearing or take any other action to indicate their approval.

**22. May I speak at the hearing?**

If you object to the Settlement, you may ask the Court for permission to speak at the Settlement Hearing. To do so, you must include with your objection (see question 18 above) a statement that you "intend to appear in the *Vivint Solar, Inc. Securities Litigation*." Persons who intend to object to the Settlement, the Plan of Allocation, and/or the application for an award of attorneys' fees, costs, and expenses, and desire to present evidence at the Settlement Hearing, must include in their written objections the identity of any witnesses they may call to testify and exhibits they intend to introduce into evidence at the Settlement Hearing. You cannot speak at the hearing if you exclude yourself.

## IF YOU DO NOTHING

### 23. What happens if I do nothing at all?

If you do nothing, you will not receive a payment from the Settlement. However, unless you exclude yourself, you will not be able to start a lawsuit, continue with a lawsuit, or be part of any other lawsuit against Defendants or the Released Parties about the Released Claims (as defined in the Settlement Stipulation) ever again.

## GETTING MORE INFORMATION

### 24. Are there more details about the proposed Settlement?

This Notice summarizes the proposed Settlement. More details are in the Settlement Stipulation. The Settlement Stipulation is the controlling document describing the proposed Settlement, and its terms govern anything to the contrary in this Notice. You can get a copy of the Settlement Stipulation and obtain answers to common questions regarding the proposed Settlement by visiting <https://www.strategicclaims.net/cases> or by contacting the Claims Administrator toll-free at (866) 274-4004.

### 25. How do I get more information?

For even more detailed information concerning the matters involved in this Action, see the Settlement Stipulation, the pleadings in the Action, the papers filed in support of the Settlement, and the orders entered by the Court, which will be posted on the settlement website <https://www.strategicclaims.net/cases>. For a fee, all papers filed in this Action are also available at [www.pacer.gov](http://www.pacer.gov).

## PROPOSED PLAN OF ALLOCATION OF NET SETTLEMENT FUND AMONG SETTLEMENT CLASS

The objective of the Plan of Allocation is to equitably distribute the Net Settlement Fund among Authorized Claimants based on their respective alleged economic losses as a result of the alleged fraud, as opposed to losses caused by market- or industry-wide factors, or Company-specific factors unrelated to the alleged fraud.

The Claims Administrator shall determine each Authorized Claimant's share of the Net Settlement Fund based upon the recognized loss formula (the "Recognized Loss") described below. A Recognized Loss will be calculated for each share of Vivint common stock purchased or otherwise acquired during the Settlement Class Period.<sup>1</sup> The calculation of Recognized Loss will depend upon several factors, including when shares of Vivint common stock were purchased or otherwise acquired during the Settlement Class Period, and in what amounts, and whether those shares were sold, and if sold, when they were sold, and for what amounts. The Recognized Loss is not intended to estimate the amount a Settlement Class Member might have been able to recover after a trial, nor to estimate the amount that will be paid to Authorized Claimants pursuant to the Settlement. The Recognized Loss is the basis upon which the Net Settlement Fund will be proportionately allocated to the Authorized Claimants. The Claims Administrator will use its best efforts to administer and distribute the Net Settlement Fund to the extent that it is equitably and economically feasible.

The Plan of Allocation was created with the assistance of a consulting damages expert, and reflects the assumption that the prices of Vivint common stock were artificially inflated throughout the Settlement Class Period. The estimated alleged artificial inflation in the prices of Vivint common stock during the Settlement Class Period is reflected in Table 1 below. The computation of the estimated alleged artificial inflation in the prices of Vivint common stock during the Settlement Class Period is based on certain misrepresentations alleged by Plaintiffs and the price change in the stock, net of market- and industry-wide factors, in reaction to the public announcements that allegedly corrected the misrepresentations alleged by Plaintiffs.

Federal securities laws allow investors to recover for losses caused by disclosures which corrected the Defendants' alleged previous misleading statements or omissions. Thus, in order to have been damaged by the alleged violations of the federal securities laws, Vivint common stock purchased or otherwise acquired during the Settlement Class Period must have been held during a period of time in which its price declined

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<sup>1</sup> During the Settlement Class Period, Vivint common stock was listed on the NYSE under the ticker symbol "VSLR."



due to the disclosure of information which corrected an allegedly misleading statement or omission. Plaintiffs have alleged that such price declines occurred on the following dates: November 17, 2015; February 11, 2016; February 12, 2016; March 1, 2016; March 2, 2016; March 8, 2016; and April 4, 2016 (the “Corrective Disclosure Dates”). Accordingly, if a share of Vivint common stock was sold before November 17, 2015 (the earliest Corrective Disclosure Date), the Recognized Loss for that share is \$0.00, and any loss suffered is not compensable under the federal securities laws. Likewise, if a share of Vivint common stock was both purchased and subsequently sold between two consecutive corrective disclosures, the Recognized Loss for that share is \$0.00.

<b>Table 1: Artificial Inflation in Vivint Common Stock<sup>2, 3</sup></b>		
<b>From</b>	<b>To</b>	<b>Per-Share Price Inflation</b>
July 20, 2015	November 16, 2015	\$7.78
November 17, 2015	February 10, 2016	\$5.72
February 11, 2016	February 11, 2016	\$5.01
February 12, 2016	February 29, 2016	\$4.12
March 1, 2016	March 1, 2016	\$2.77
March 2, 2016	March 7, 2016	\$1.08
March 8, 2016	April 3, 2016	\$0.12
April 4, 2016	Thereafter	\$0.00

The “90-day look back” provision of the Private Securities Litigation Reform Act of 1995 (“PSLRA”) is incorporated into the calculation of the Recognized Loss for Vivint common stock. The limitations on the calculation of the Recognized Loss imposed by the PSLRA are applied such that losses on Vivint common stock purchased/acquired during the Settlement Class Period and held as of the close of the 90-day period subsequent to the Settlement Class Period (the “90-Day Lookback Period”) cannot exceed the difference between the purchase price paid for such securities and the average price of the Vivint common stock during the 90-Day Lookback Period. The Recognized Loss on Vivint common stock purchased/acquired during the Settlement Class Period and sold during the 90-Day Lookback Period cannot exceed the difference between the purchase price paid for such securities and the rolling average price of the Vivint common stock during the portion of the 90-Day Lookback Period elapsed as of the date of sale.

In the calculations below, all purchase and sale prices shall exclude any fees, taxes and commissions. If a Recognized Loss amount is calculated to be a negative number, that Recognized Loss shall be set to zero.

### **Calculation of Recognized Loss Per Share of Vivint Common Stock**

For each share of Vivint common stock purchased or otherwise acquired during the Settlement Class Period (i.e., July 20, 2015 through April 1, 2016, inclusive), the Recognized Loss per share shall be calculated as follows:

- i. For each share of Vivint common stock purchased during the Settlement Class Period that was sold prior to November 17, 2015, the Recognized Loss per share is \$0.
- ii. For each share of Vivint common stock purchased during the Settlement Class Period that was subsequently sold during the period November 17, 2015 through April 1, 2016, inclusive, the Recognized Loss per share is the amount of price inflation per share on the date of purchase as appears in Table 1 above, *minus* the amount of price inflation per share on the date of sale as appears in Table 1 above.

<sup>2</sup> If the price inflation reflected in Table 1 exceeds the purchase price paid for a Vivint common stock, then the price inflation shall be equal to the purchase price paid for such stock, excluding all fees, taxes and commissions.

<sup>3</sup> Any transactions in Vivint common stock executed outside of regular trading hours for the U.S. financial markets shall be deemed to have occurred during the next regular trading session.

- iii. For each share of Vivint common stock purchased during the Settlement Class Period that was subsequently sold during the period April 4, 2016 through June 30, 2016, inclusive (i.e., the 90-Day Lookback Period), the Recognized Loss per share is *the lesser of*:
- a. the amount of per-share price inflation on the date of purchase as appears in Table 1 above, *minus* the amount of per-share price inflation on the date of sale as appears in Table 1 above; or
  - a. the purchase price *minus* the “90-Day Lookback Value” on the date of sale provided in Table 2 below.
- iv. For each share of Vivint common stock purchased during the Settlement Class Period and still held as of the close of trading on June 30, 2016, the Recognized Loss per share is *the lesser of*:
- a. the amount of per-share price inflation on the date of purchase as appears in Table 1 above; or
  - b. the purchase price *minus* the average closing price for Vivint common stock during the 90-Day Lookback Period, which is \$2.95.

<b>Sale / Disposition Date</b>	<b>90-Day Lookback Value</b>	<b>Sale / Disposition Date</b>	<b>90-Day Lookback Value</b>	<b>Sale / Disposition Date</b>	<b>90-Day Lookback Value</b>
4/4/2016	\$2.42	5/3/2016	\$3.09	6/2/2016	\$2.88
4/5/2016	\$2.44	5/4/2016	\$3.08	6/3/2016	\$2.89
4/6/2016	\$2.65	5/5/2016	\$3.06	6/6/2016	\$2.90
4/7/2016	\$2.74	5/6/2016	\$3.04	6/7/2016	\$2.91
4/8/2016	\$2.80	5/9/2016	\$3.02	6/8/2016	\$2.92
4/11/2016	\$2.84	5/10/2016	\$2.99	6/9/2016	\$2.92
4/12/2016	\$2.88	5/11/2016	\$2.97	6/10/2016	\$2.93
4/13/2016	\$2.89	5/12/2016	\$2.94	6/13/2016	\$2.93
4/14/2016	\$2.90	5/13/2016	\$2.92	6/14/2016	\$2.93
4/15/2016	\$2.92	5/16/2016	\$2.90	6/15/2016	\$2.93
4/18/2016	\$2.93	5/17/2016	\$2.88	6/16/2016	\$2.93
4/19/2016	\$2.94	5/18/2016	\$2.86	6/17/2016	\$2.94
4/20/2016	\$2.95	5/19/2016	\$2.85	6/20/2016	\$2.95
4/21/2016	\$2.96	5/20/2016	\$2.84	6/21/2016	\$2.95
4/22/2016	\$2.99	5/23/2016	\$2.83	6/22/2016	\$2.95
4/25/2016	\$3.01	5/24/2016	\$2.83	6/23/2016	\$2.95
4/26/2016	\$3.03	5/25/2016	\$2.83	6/24/2016	\$2.95
4/27/2016	\$3.06	5/26/2016	\$2.82	6/27/2016	\$2.95
4/28/2016	\$3.08	5/27/2016	\$2.85	6/28/2016	\$2.95
4/29/2016	\$3.09	5/31/2016	\$2.86	6/29/2016	\$2.95
5/2/2016	\$3.10	6/1/2016	\$2.87	6/30/2016	\$2.95

## INSTRUCTIONS APPLICABLE TO ALL CLAIMANTS

The payment you receive will reflect your proportionate share of the Net Settlement Fund. Such payment will depend on the number of eligible securities that participate in the Settlement, and when those securities were purchased and sold. The number of claimants who send in claims varies widely from case to case.

A purchase or sale of Vivint common stock shall be deemed to have occurred on the “contract” or “trade” date as opposed to the “settlement” or “payment” date.

**Acquisition by Gift, Inheritance, or Operation of Law:** If a Settlement Class Member acquired Vivint common stock during the Settlement Class Period by way of gift, inheritance or operation of law, such a claim will be computed by using the date and price of the original purchase and not the date and price of transfer. To the extent that Vivint common stock were originally purchased prior to commencement of the Settlement Class Period, the Recognized Loss for that acquisition shall be deemed to be zero (\$0.00).

Notwithstanding any of the above, receipt of Vivint common stock during the Settlement Class Period in exchange for securities of any other corporation or entity shall not be deemed a purchase or sale of Vivint common stock.

The first-in-first-out (“FIFO”) basis will be applied to purchases and sales. Sales will be matched in chronological order, by trade date, first against Vivint common stock held as of the close of trading on July 19, 2015 (the last day before the Settlement Class Period begins) and then against the purchases of Vivint common stock during the Settlement Class Period.

The date of covering a “short sale” is deemed to be the date of purchase of shares. The date of a “short sale” is deemed to be the date of sale of shares. In accordance with the Plan of Allocation, however, the Recognized Loss on “short sales” is zero. In the event that a claimant has an opening short position in Vivint common stock, the earliest Settlement Class Period purchases shall be matched against such opening short position and not be entitled to a recovery until that short position is fully covered.

With respect to Vivint common stock purchased or sold through the exercise of an option, the purchase/sale date of the stock shall be the exercise date of the option and the purchase/sale price of the stock shall be the closing price of Vivint common stock on the date of exercise. Any Recognized Loss arising from purchases of Vivint common stock acquired during the Settlement Class Period through the exercise of an option on Vivint common stock<sup>4</sup> shall be computed as provided for other purchases of Vivint common stock in the Plan of Allocation.

Payment according to the Plan of Allocation will be deemed conclusive against all Authorized Claimants. A Recognized Loss will be calculated as defined herein and cannot be less than zero. The Claims Administrator shall allocate to each Authorized Claimant a *pro rata* share of the Net Settlement Fund based on his, her, or its Recognized Loss as compared to the total Recognized Losses of all Authorized Claimants. No distribution will be made to Authorized Claimants who would otherwise receive a distribution of less than \$10.00.

Settlement Class Members who do not submit an acceptable Proof of Claim and Release form will not share in the Settlement proceeds. The Settlement Stipulation and the Order and Final Judgment dismissing this Action will nevertheless bind Settlement Class Members who do not submit a request for exclusion and/or submit an acceptable Proof of Claim and Release form.

Please contact the Claims Administrator or Plaintiffs’ Counsel if you disagree with any determinations made by the Claims Administrator regarding your Proof of Claim and Release form. If you are unsatisfied with the determinations, you may ask the Court, which retains jurisdiction over all Settlement Class Members and the claims-administration process, to decide the issue by submitting a written request.

Defendants, their respective counsel, and all other Released Parties will have no responsibility or liability whatsoever for the investment of the Settlement Fund, the distribution of the Net Settlement Fund, the Plan of Allocation, or the payment of any claim. Lead Plaintiff, Named Plaintiff, and Plaintiffs’ Counsel likewise will have no liability for their reasonable efforts to execute, administer, and distribute the Settlement.

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<sup>4</sup> Including (1) purchases of Vivint common stock as the result of the exercise of a call option, and (2) purchases of Vivint common stock by the seller of a put option as a result of the buyer of such put option exercising that put option.

Distributions will be made to Authorized Claimants after all claims have been processed and after the Court has finally approved the Settlement. If any funds remain in the Net Settlement Fund by reason of uncashed distribution checks or otherwise, then, after the Claims Administrator has made reasonable and diligent efforts to have Settlement Class Members who are entitled to participate in the distribution of the Net Settlement Fund cash their distributions, any balance remaining in the Net Settlement Fund after at least six (6) months after the initial distribution of such funds will be used in the following fashion: (a) first, to pay any amounts mistakenly omitted from the initial disbursement; (b) second, to pay any additional settlement administration fees, costs, and expenses, including those of Plaintiffs' Counsel as may be approved by the Court; and (c) finally, to make a second distribution to claimants who cashed their checks from the initial distribution and who would receive at least \$10.00, after payment of the estimated costs, expenses, or fees to be incurred in administering the Net Settlement Fund and in making this second distribution, if such second distribution is economically feasible. These redistributions shall be repeated, if economically feasible, until the balance remaining in the Net Settlement Fund is *de minimis* and such remaining balance will then be distributed to a non-sectarian, not-for-profit organization identified by Plaintiffs' Counsel and approved by the Court.

### **SPECIAL NOTICE TO SECURITIES BROKERS AND OTHER NOMINEES**

If you purchased Vivint common stock during the Class Period (CUSIPs: 92854Q106) for the beneficial interest of an individual or organization other than yourself, the Court has directed that, WITHIN TEN (10) DAYS OF YOUR RECEIPT OF THIS NOTICE, you either (a) provide to the Claims Administrator the name and last known address of each person or organization for whom or which you purchased such securities during such time period or (b) request additional copies of this Notice and the Proof of Claim and Release form, which will be provided to you free of charge, and within ten (10) days mail the Notice and Proof of Claim and Release form directly to the beneficial owners of the securities referred to herein. If you choose to follow alternative procedure (b), upon such mailing, you must send a statement to the Claims Administrator confirming that the mailing was made as directed and retain the names and addresses for any future mailings to Settlement Class Members. You are entitled to reimbursement from the Settlement Fund of your reasonable expenses actually incurred in connection with the foregoing, including reimbursement of postage expense and the cost of ascertaining the names and addresses of beneficial owners. Your reasonable expenses will be paid upon request and submission of appropriate supporting documentation. All communications concerning the foregoing should be addressed to the Claims Administrator:

*Vivint Solar, Inc. Securities Litigation*  
c/o Strategic Claims Services  
Claims Administrator  
P.O. Box 230  
600 N. Jackson Street, Suite 3  
Media, PA 19063  
1-866-274-4004  
[www.strategicclaims.net](http://www.strategicclaims.net)

DATED: September 14, 2017

\_\_\_\_\_  
BY ORDER OF THE UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF NEW YORK

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

IN RE: SUNEDISON, INC. SECURITIES  
LITIGATION

Case No. 16-MD-2742 (PKC) (AJP)

DARCY CHURCH, Individually and on Behalf of All  
Others Similarly Situated,

Plaintiff,

v.

AHMAD R. CHATILA and BRIAN WUEBBELS,  
Defendants.

Case No. 1:16-cv-07962-PKC

**PROOF OF CLAIM AND RELEASE**

**A. GENERAL INSTRUCTIONS**

1. You are urged to read carefully the accompanying Notice of Proposed Settlement of Class Action, Motion for Attorneys' Fees and Expenses, and Settlement Fairness Hearing (the "Notice").

2. To recover under the Settlement of this Action, you must have purchased or otherwise acquired the securities of Vivint Solar, Inc. ("Vivint" or the "Company") between July 20, 2015 and April 1, 2016, both dates inclusive (the "Settlement Class Period"). You must not be a person who is excluded from the Settlement Class, as defined in the Notice. You also must not have requested exclusion from the Settlement Class.

3. If you are a Settlement Class Member and not one of the excluded persons, and wish to participate in the proposed Settlement, you must complete and sign this Proof of Claim and Release ("Proof of Claim"). If you fail to file a properly addressed and fully completed Proof of Claim, fail to provide required documentation, or are not eligible to recover under the Settlement, your claim may be rejected and you may be precluded from any recovery from the proposed Settlement.

4. You must mail your completed and signed Proof Of Claim, **postmarked on or before January 5, 2018**, to the Claims Administrator at:

*Vivint Solar, Inc. Securities Litigation*  
c/o Strategic Claims Services  
P.O. Box 230  
600 N. Jackson Street, Suite 3  
Media, PA 19063  
info@strategicclaims.net

5. If you are a member of the Settlement Class and did not timely request exclusion, **you will be bound** by any judgment entered in the Action **whether or not you submit a proof of claim**.

**B. CLAIMANT IDENTIFICATION INSTRUCTIONS**

1. If you purchased Vivint securities and registered the certificate in your name, you are the beneficial owner as well as the record purchaser. If, however, you purchased Vivint securities and the certificate was registered in the name of a third party, such as your stock broker or some other nominee or trustee, you are the beneficial owner even though the third party is the record purchaser listed on Vivint's records. Proceeds of this Settlement will be distributed to Settlement Class members who are beneficial owners of Vivint securities.



2. Use Section D of this form, entitled “Claimant Identification Schedule,” to identify yourself and each owner of record, such as your stock broker, if different from the beneficial owner of Vivint securities that forms the basis of this claim. **THIS CLAIM MUST BE FILED BY THE ACTUAL BENEFICIAL OWNER(S), OR THE LEGAL REPRESENTATIVE OF SUCH OWNER(S), OF THE COMMON STOCK UPON WHICH THIS CLAIM IS BASED.**

3. All joint owners must sign this claim. Executors, administrators, guardians, conservators, and trustees must complete and sign this claim on behalf of persons represented by them and must identify each beneficial owner or owners for whom they are acting; proof of their authority must accompany this claim, and their titles or capacities must be stated.

4. The Social Security (or Taxpayer Identification) number and telephone number of the beneficial owner must be provided.

5. If you fail to provide the foregoing information, your claim may be delayed or rejected.

### **C. INSTRUCTIONS FOR SCHEDULE OF TRANSACTIONS**

1. Use Section E of this form, entitled “Schedule of Transactions,” to supply all required details of your transactions (purchases and sales) in Vivint securities between July 20, 2015 and June 30, 2016, both dates inclusive.

2. On the schedules, provide all of the requested information with respect to all of your purchases and sales of Vivint securities that took place at any time between July 20, 2015 through and including June 30, 2016, whether such transactions resulted in a profit or a loss. If you need more space, attach separate, numbered sheets giving all of the required information in substantially the same form. Print your name and Social Security or Taxpayer Identification number at the top of each additional sheet.

3. The failure to report all such transactions may result in the rejection of your claim.

4. List each transaction separately and in the order in which they took place, by trade date, beginning with the earliest. You must accurately provide the month, day, and year of each transaction you list, as well as the purchase and/or sales price, excluding commissions, taxes, and other fees. If you do not have this information, your broker may be able to help you find it.

5. Vivint securities acquired or disposed of for any consideration other than, or in addition to, cash must be reported as having been acquired or disposed of.

6. **COPIES OF BROKER’S CONFIRMATIONS, BROKER’S ACCOUNT STATEMENTS, OR OTHER ACCEPTABLE DOCUMENTATION OF YOUR TRANSACTIONS IN VIVINT SECURITIES MUST BE ATTACHED TO YOUR CLAIM. DO NOT SEND ORIGINAL DOCUMENTS, INCLUDING SHARES OF STOCK.** If you no longer have copies of your broker’s confirmations or statements, your broker may be able to get you copies. A complete list of acceptable supporting documentation can be found on the website: [www.strategicclaims.net](http://www.strategicclaims.net).

7. Any claims submitted that contain more than 50 transactions are requested to be filed electronically and to provide all the purchase and sale information required in the Schedule of Transactions. For a copy of instructions and parameters concerning such a submission, contact the Claims Administrator: (1) at the website address above, and click on Vivint Solar, Inc. Securities Litigation; (2) by phone at (866) 274-4004; or (3) by fax at (610) 565-7985.

**D. CLAIMANT IDENTIFICATION SCHEDULE**

Claims must be received by the Claims Administrator postmarked no later than **January 5, 2018**.

**Please Type or Print**

\_\_\_\_\_  
Beneficial Owner's Name *(as it appears on your brokerage statement)*

\_\_\_\_\_  
Joint Beneficial Owner's Name *(as it appears on your brokerage statement)*

\_\_\_\_\_  
Street Address

\_\_\_\_\_  
Street Address 2

\_\_\_\_\_  
City

\_\_\_\_\_  
State

\_\_\_\_\_  
Zip Code

\_\_\_\_\_  
Foreign Province

\_\_\_\_\_  
Foreign Country

\_\_\_\_\_  
Social Security Number

*or* \_\_\_\_\_  
Taxpayer Identification Number

(\_\_\_\_\_) \_\_\_\_\_  
Telephone Number (Day)

(\_\_\_\_\_) \_\_\_\_\_  
Telephone Number (Evening)

(\_\_\_\_\_) \_\_\_\_\_  
Facsimile Number

\_\_\_\_\_  
E-Mail Address

\_\_\_\_\_  
Record Owner's Name and Address *(if different from beneficial owner listed above)*

\_\_\_\_\_

**Specify one of the following.**

Claimant holder of Vivint securities is:

<input type="checkbox"/>	<p>A. Individual Claimant: I am a claimant acting in my own interest and am the sole owner of the shares.</p>
<input type="checkbox"/>	<p>B. Joint Claimants: We are claimants acting jointly.</p>
<input type="checkbox"/>	<p>C. Corporate Claimant: I am the _____ of _____, a corporation whose address is _____. I am authorized to make this claim on behalf of the corporation. The corporation is the owner of the shares.</p>
<input type="checkbox"/>	<p>D. IRA Claimant: I am a claimant acting on behalf of my IRA. The shares are held in my IRA.</p>
<input type="checkbox"/>	<p>E. Partnership Claimant: I am a partner of _____, a partnership whose business address is _____. I am authorized to make this claim on behalf of the partnership. The partnership is the owner of the shares.</p>
<input type="checkbox"/>	<p>F. Decedent's Estate Claimant: I am the executor or the administrator (circle which) of the estate of _____, whose last address was _____. (Valid proof of authority must accompany this claim.)</p>
<input type="checkbox"/>	<p>G. Trust Claimant: I am a trustee of _____, a trust authorized under the laws of _____. I am authorized to make this claim on behalf of the trust. The trust is the owner of the shares.</p>
<input type="checkbox"/>	<p>H. Custodial or Guardian Claimant: I am the custodian or the guardian (circle which) for _____ whose address is _____. (Valid proof of authority must accompany this claim.)</p>
<input type="checkbox"/>	<p>I. Other: (Specify) _____</p>

**E. SCHEDULE OF TRANSACTIONS IN VIVINT SECURITIES**

1. State the total number of Vivint securities owned at the close of trading on July 19, 2015, long or short (*if none, enter "0"; if other than zero, must be documented*):

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2. Separately list each and every **purchase** of Vivint securities between July 20, 2015 and June 30, 2016, and provide the following information (*must be documented*):

<b>Trade Date (list chronologically) Month/Day/Year</b>	<b>Number of Securities Purchased</b>	<b>Price Per Share (excluding commissions, taxes, and other fees)</b>	<b>Total Purchase Price (excluding commissions, taxes, and other fees)</b>
____/____/____		\$	\$
____/____/____		\$	\$
____/____/____		\$	\$

3. Separately list each and every **sale** of Vivint securities between July 20, 2015 and June 30, 2016, and provide the following information (*must be documented*):

<b>Trade Date (list chronologically) Month/Day/Year</b>	<b>Number of Securities Sold</b>	<b>Price Per Share (excluding commissions, taxes, and other fees)</b>	<b>Total Sale Price (excluding commissions, taxes, and other fees)</b>
____/____/____		\$	\$
____/____/____		\$	\$
____/____/____		\$	\$

4. State the total number of Vivint securities owned at the close of trading on June 30, 2016, long or short (*if none, enter "0"; if other than zero, must be documented*):

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**If you need additional space, attach the required information on separate, numbered sheets in the same format as above and print your name and Social Security or Taxpayer Identification number at the top of each additional sheet.**

**YOU MUST ALSO READ AND SIGN THE RELEASE AND CERTIFICATION**

**F. RELEASE**

1. By signing this Proof of Claim Form and Release, and in consideration of the establishment of the Settlement Consideration, as of the effective date thereof, the undersigned claimant (“Claimant”), on behalf of Claimant and Claimant’s predecessors, successors, parents, subsidiaries, affiliates, custodians, agents, assigns, representatives, heirs, executors, trustees, and administrators, hereby fully, finally, and forever releases, relinquishes, and discharges each and every Released Claim (as defined below) against the Released Parties (as defined below). Claimant shall be forever barred and enjoined from instituting, prosecuting, participating, continuing, maintaining or asserting any or all of the Released Claims, whether known or unknown, against the Released Parties, whether directly or indirectly, whether in the United States or elsewhere, and whether on Claimant’s own behalf or on the behalf of others.

2. “Released Claims” has the meaning laid out in the Settlement Stipulation.

3. “Unknown Claims” has the meaning laid out in the Settlement Stipulation.

4. “Released Parties” has the meaning laid out in the Settlement Stipulation.

5. This Release shall be of no force or effect unless the United States District Court approves the Stipulation and unless the Stipulation becomes effective as to the Defendants on the Effective Date (as defined in the Stipulation).

**G. CERTIFICATION**

1. I/we certify that I/we believe in good faith that I am/we are a Settlement Class Member/s, as defined in the Notice, or am/are acting for such person; that I/we have read and understood the contents of the Notice; that I/we have not submitted a Request for Exclusion seeking to be excluded from the Settlement Class; that I/we believe that I am/we are entitled to receive a portion of the Net Settlement Fund; and that the foregoing information is true, accurate, and complete to the best of my/our knowledge, information, and belief.

2. By submitting this Proof of Claim and Release form, I/we, and every Settlement Class Member I/we represent, submit to the jurisdiction of the United States District Court for the Southern District of New York for purposes of this Action and the Settlement of the Action, as reflected in the Settlement Stipulation. I/we agree to furnish additional information to Plaintiffs’ Counsel to support this claim if requested to do so. I/we authorize Vivint or any brokerage house with whom I/we transacted business to release to Plaintiffs’ Counsel, or their designee, upon their request and without notice to me/us, any and all information relating to any purchase or sale of Vivint securities by me/us between July 20, 2015 through and including June 30, 2016. I/We further agree to be bound by the orders of the Court; agree that this Proof of Claim and Release form, my/our status or the status of the Settlement Class Member I/we represent as a Claimant, and the allowable amount of this claim will be subject to review and further inquiry; and that I/we will furnish such additional documentation with respect to this Proof of Claim as may be required.

3. Federal law provides that the filing of a false claim is punishable by a fine of not more than \$10,000 or imprisonment for not more than five years, or both.

4. I/we certify that I am/we are NOT subject to backup withholding under the provisions of Section 3406(a)(1)(c) of the Internal Revenue Code.

(NOTE: If you have been notified by the Internal Revenue Service that you are subject to backup withholding, please strike out the word “NOT” in the certification above.)



5. I/we declare under penalty of perjury under the laws of the United States that the foregoing information supplied by the undersigned and the supporting documentation attached hereto are true and correct, that I/we wish to enter into the Release, and that this Proof of Claim form was executed this \_\_\_\_\_ day of \_\_\_\_\_ (month), \_\_\_\_\_ (year) in \_\_\_\_\_ (City, State, Country).

\_\_\_\_\_  
Signature of Claimant

\_\_\_\_\_  
Signature of Joint Claimant, if any

\_\_\_\_\_  
(Print your name here)

\_\_\_\_\_  
(Print your name here)

\_\_\_\_\_  
Signature of person signing on behalf of claimant

\_\_\_\_\_  
(Print your name here)

\_\_\_\_\_  
(Capacity of persons signing on behalf of claimant, e.g., Executor, Custodian, etc.)

IMPORTANT: IF THIS CLAIM IS ON BEHALF OF JOINT OWNERS, ALL JOINT OWNERS MUST SIGN.

**ACCURATE CLAIMS PROCESSING TAKES A SIGNIFICANT AMOUNT OF TIME. THANK YOU FOR YOUR PATIENCE.**

**Reminder Checklist:**

1. Deadline for submission: **January 5, 2018**
2. Remember to sign the above Release and Certification (or W-8 Certification).
3. Remember to attach only **copies** of acceptable supporting documentation, a complete list of which can be found on the Claims Administrator’s website. Do not send originals of securities certificates.
4. Keep copies of the completed claim form and documentation for your own records.
5. If you desire an acknowledgment of receipt of your claim form, please send it Certified Mail, Return Receipt Requested, or its equivalent. **You will bear all risks of delay or non-delivery of your claim.**
6. If your address changes in the future, or if these documents were sent to an old or incorrect address, please send us **written** notification of your new address.
7. If you have questions or concerns regarding your claim, please contact the Claims Administrator at:

*Vivint Solar, Inc. Securities Litigation*  
c/o Strategic Claims Services  
P.O. Box 230  
600 N. Jackson Street, Suite 3  
Media, PA 19063  
info@strategicclaims.net  
Tel: 866-274-4004  
Fax: 610-565-7985

Vivint Solar, Inc. Securities Litigation  
c/o Strategic Claims Services  
600 N. Jackson St., Ste. 3  
Media, PA 19063

**IMPORTANT LEGAL DOCUMENT – PLEASE FORWARD**