

ONE HUNDRED TWELFTH CONGRESS  
**Congress of the United States**  
**House of Representatives**  
COMMITTEE ON ENERGY AND COMMERCE  
2125 RAYBURN HOUSE OFFICE BUILDING  
WASHINGTON, DC 20515-6115

Majority (202) 225-2927  
Minority (202) 225-3641

January 12, 2012

Mr. Keith C. Wetmore  
Chairman  
Morrison Foerster, LLP  
1290 Avenue of the Americas  
New York, NY 10104-0050

Dear Mr. Wetmore:

Pursuant to Rules X and XI of the United States House of Representatives, the Committee on Energy and Commerce is examining a \$535 million loan guarantee issued to Solyndra, Inc. (Solyndra) by the Department of Energy (DOE).

In September 2009, Solyndra was the first recipient of a DOE loan guarantee. After the loan guarantee closed, Solyndra suffered a number of significant financial setbacks causing the company to cancel a planned initial public offering, lay off a number of employees, and ultimately file for bankruptcy protection.

It is our understanding that you advised the Department of Energy as it negotiated its loan guarantee agreement with Solyndra in 2009 and when it restructured the loan guarantee with Solyndra from October 2010 through February 2011. In particular, DOE's decision to subordinate its interest in the first \$75 million recovered in the event of a liquidation to certain Solyndra investors has been a significant issue in the Committee's investigation of the Solyndra loan guarantee. In order to better understand this matter, please provide the Committee with the following information no later than January 20, 2012:

1. All documents containing communications between Morrison Foerster and DOE relating to the subordination of DOE's interest in the restructuring of the loan guarantee to Solyndra, including, but not limited to, memoranda, emails, letters, and notes of telephone conversations.
2. All invoices or other billing records relating to Solyndra since October 2010.

An attachment to this letter provides additional information about how to respond to the Committee's request.

Thank you for your attention to this matter. Please do not hesitate to contact Karen Christian or Todd Harrison of the Committee staff at (202) 225-2927 if you have any questions.

Sincerely,



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Fred Upton  
Chairman



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Cliff Stearns  
Chairman  
Subcommittee on Oversight and Investigations

cc: The Honorable Henry A. Waxman, Ranking Member

The Honorable Diana DeGette, Ranking Member  
Subcommittee on Oversight and Investigations

Attachment