



DIVISION OF  
CORPORATION FINANCE

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

April 22, 2022

Gareth Joyce  
Chief Executive Officer  
Proterra Inc  
1815 Rollins Road  
Burlingame, California 94010

**Re: Proterra Inc**  
**Registration Statement on Form S-1**  
**Filed April 18, 2022**  
**File No. 333-264346**

Dear Mr. Joyce:

This is to advise you that we have not reviewed and will not review your registration statement.

Please refer to Rules 460 and 461 regarding requests for acceleration. We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

Please contact Gregory Herbers at 202-551-8028 with any questions.

Sincerely,

Division of Corporation Finance  
Office of Manufacturing

cc: Per Chilstrom