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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re:	:	Chapter 11
	:	
ELETSON HOLDINGS INC.	:	Case No. 23-10322 (JPM)
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	:	
Debtor. ¹	:	
	:	
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**NOTICE OF HEARING OF ELETSON HOLDINGS INC.'S MOTION
FOR ENTRY OF AN ORDER AWARDING ATTORNEYS' FEES AND COSTS**

PLEASE TAKE NOTICE that, on April 16, 2025, Eletson Holdings Inc. filed *Eletson Holdings Inc.'s Motion for Entry of an Order Awarding Attorneys' Fees and Costs* (the "Motion").

PLEASE TAKE FURTHER NOTICE that, the Court has scheduled a hearing on the Motion (the "Hearing") for **April 30, 2025, at 10:00 A.M. (Prevailing Eastern Time)** before the Honorable John P. Mastando III, United States Bankruptcy Judge for the Southern District of New York, in the United States Bankruptcy Court for

¹ Prior to November 19, 2024, the Debtors in these cases were: Eletson Holdings Inc., Eletson Finance (US) LLC, and Agathonissos Finance LLC. On March 5, 2025, the Court entered a final decree and order closing the chapter 11 cases of Eletson Finance (US) LLC and Agathonissos Finance LLC. Commencing on March 5, 2025, all motions, notices, and other pleadings relating to any of the Debtors shall be filed in the chapter 11 case of Eletson Holdings Inc. The Debtor's mailing address is c/o Togut, Segal & Segal LLP, One Penn Plaza, Suite 3335, New York, New York 10119.



the Southern District of New York (the “Court”), in Courtroom 501, located at One Bowling Green, New York, New York 10004.

PLEASE TAKE FURTHER NOTICE that, the Hearing shall be held via Zoom for Government. Parties wishing to appear at the Hearing, whether making a “live” or “listen only” appearance before the Court, must make an electronic appearance utilizing the Electronic Appearance portal located at the Court’s website at: <https://ecf.nysb.uscourts.gov/cgi-bin/nysbAppearances.pl>. Appearances must be entered no later than **April 29, 2025, at 4:00 p.m. (Prevailing Eastern Time)** (the “**Appearance Deadline**”). After the Appearance Deadline has passed, parties who have made their electronic appearance through the Court’s website to appear via Zoom for Government will receive an invitation from the Court with a Zoom link that will allow them to attend the Hearing. Requests to receive a Zoom link should not be emailed to the Court, and the Court will not respond to late requests that are submitted on the day of the hearing. Further information on the use of Zoom for Government can be found at the Court’s website at <https://www.nysb.uscourts.gov/zoom-videohearing-guide>.

PLEASE TAKE FURTHER NOTICE that, responses, if any, to the Motion must be made in writing, stating in detail the reasons therefor, and must be filed with the Clerk of the Court, so as to be actually received by the Honorable Judge Mastando III, with electronic copies emailed to Chambers at: JPM.chambers@nysb.uscourts.gov; and upon: (i) Togut, Segal & Segal LLP, *counsel for Eletson Holdings Inc.*, One Penn Plaza, Suite 3335, New York, New York 10119, Attn: Kyle J. Ortiz, Esq. (kortiz@teamtogut.com); and Bryan M. Kotliar, Esq. (bkotliar@teamtogut.com); and (ii) the Office of the United States Trustee for Region 2, Attn: Daniel Rudewicz, Esq. (Daniel.Rudewicz@usdoj.gov), One Bowling Green, Room

534, New York, New York 10004-1408, no later than **April 23, 2025, at 4:00 P.M.**

(Prevailing Eastern Time) (the “Response Deadline”).

PLEASE TAKE FURTHER NOTICE that, the Motion, as well as all other case related filings can be viewed and/or obtained by (i) accessing the Court’s Website for a fee, or (ii) by contacting the Office of the Clerk of the United States Bankruptcy Court, Southern District of New York. Please note that a PACER password is required to access documents on the Court’s Website.

DATED: April 16, 2025
New York, New York

TOGUT, SEGAL & SEGAL LLP
By:

/s/ Bryan M. Kotliar

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UNITED STATES BANKRUPTCY COURT
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In re:	:	Chapter 11
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Debtor.	:	
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**ELETSON HOLDINGS INC.'S MOTION FOR
ENTRY OF AN ORDER AWARDING ATTORNEYS' FEES AND COSTS**

Eletson Holdings Inc. ("Holdings"), by and through its undersigned counsel, hereby submits this motion (the "Motion") pursuant to sections 105, 1141, and 1142 of title 11 of the United States Code (the "Bankruptcy Code"), Rules 7054, 9014, and 9020 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and the Court's inherent power to impose civil contempt sanctions against the Sanctioned Parties (as defined below)—as supported by this Court's prior decisions and orders [Docket Nos. 1223, 1402, 1468, 1495, 1520, 1536, 1537]—for entry of an order, substantially in the form attached hereto as **Exhibit A** (the "Proposed Order"):

¹ Prior to November 19, 2024, the Debtors in these cases were: Eletson Holdings Inc., Eletson Finance (US) LLC, and Agathonissos Finance LLC. On March 5, 2025, the Court entered a final decree and order closing the chapter 11 cases of Eletson Finance (US) LLC and Agathonissos Finance LLC. Commencing on March 5, 2025, all motions, notices, and other pleadings relating to any of the Debtors shall be filed in the chapter 11 case of Eletson Holdings Inc. The Debtor's mailing address is c/o Togut, Segal & Segal LLP, One Penn Plaza, Suite 3335, New York, New York 10119

- (a) conditionally awarding Holdings its attorneys' fees and costs caused by the Sanctioned Parties' noncompliance with and obstruction of this Court's orders relating to implementation and effectuation of Holdings' chapter 11 plan [Docket No. 1132, Ex. 1] (the "Plan"); and
- (b) authorizing Holdings to submit an application to the Court for the determination of the amount of attorneys' fees and costs (the "Application") within fourteen (14) days of the entry of the Proposed Order.

In support of this Motion, Holdings submits the accompanying declarations of Jared C. Borriello, Esq. (the "Borriello Declaration"), James A. A. Pierre II (the "Pierre Declaration"), Kunkunyon Wleh Teh (the "Teh Declaration"), Maria Orfanidou (the "Orfanidou Declaration") and Kyle J. Ortiz, Esq. (the "Ortiz Declaration"), together with the Borriello Declaration, the Pierre Declaration, the Teh Declaration, and the Ortiz Declaration, collectively, the "Declarations"), and respectfully states:

PRELIMINARY STATEMENT²

1. The Sanctioned Parties have treated this Court's authority—and the confirmed Plan—with contempt. Despite a series of clear, final orders directing compliance with the Plan, including the Consummation Order, the AOR Sanctions Order, and the Foreign Opposition Sanctions Order, the Sanctioned Parties have instead mounted a sustained and escalating campaign to obstruct the Plan's implementation, relitigate settled issues abroad, and subvert this Court's jurisdiction.

2. Their misconduct is not abstract. It has inflicted direct and measurable harm on Holdings, which has been forced to expend significant resources to defend the Plan's legitimacy, safeguard Holdings' corporate authority, and seek recognition of this

² Capitalized terms used but not defined in this Preliminary Statement have the meanings set forth below.

Court's final Confirmation Order in Liberia and Greece—all in direct response to acts of the Sanctioned Parties. These are the very parties obligated to assist in implementing the Plan, not undermine it. The harm is ongoing. And so too is the Sanctioned Parties' defiance.

3. The relief this Motion seeks is twofold. First, Holdings requests a conditional award of its attorneys' fees and costs incurred as a result of the Sanctioned Parties' continuing contempt—both to compensate Holdings, in part, for the actual harm it has already suffered and to coerce the Sanctioned Parties' compliance with this Court's orders going forward. Second, Holdings seeks authorization to submit an application to this Court within fourteen days of entry of the Proposed Order, for the determination of the amount of the attorneys' fees and costs to be awarded.³

4. This Court has already found the Sanctioned Parties in contempt. And it has already held that it possesses authority to award attorneys' fees and costs as a further sanction. Holdings now requests that the Court make that authority meaningful by holding the Sanctioned Parties accountable for the consequences of their defiance.

JURISDICTION AND VENUE

5. This United States Bankruptcy Court for the Southern District of New York (this "Court") has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference M-431*, dated January 31, 2012 (Preska, C.J.) (the "Amended Standing Order"). Pursuant to Bankruptcy Rule 7008, Holdings

³ By this Motion, Holdings seeks an order awarding a portion of the attorneys' fees and expenses that Holdings was forced to incur as a direct result of Sanctioned Parties' continued noncompliance with the Plan and this Court's orders—costs that would not have been necessary but for the Sanctioned Parties' misconduct. The relief requested herein is not intended to, and should not be construed as, encompassing all damages suffered by Holdings. Holdings expressly reserves all rights to seek additional relief, including further monetary or equitable remedies, as may be necessary to fully redress the harm caused by the Sanctioned Parties' conduct.

confirms its consent to the Court's exercise of jurisdiction to the extent that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

6. Venue in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

7. The predicates for the relief requested herein are sections 105, 1141, and 1142 of the Bankruptcy Code and Bankruptcy Rules 7054, 9014, and 9020, and the Court's inherent power to impose civil contempt sanctions.

8. Pursuant to Section 11.1 of the Plan and Paragraph WW of the Confirmation Order, the Court retains exclusive jurisdiction over all matters arising out of, and related to, these chapter 11 cases, including the matters set forth in Article XI of the Plan and section 1142 of the Bankruptcy Code. In particular, the Court retains jurisdiction to "enter such orders as may be necessary or appropriate to implement or consummate the provisions of this Plan" and to "issue injunctions, enter and implement other orders, or take such other actions as may be necessary or appropriate to restrain interference by any Person or Entity with consummation, implementation, or enforcement of this Plan or the Confirmation Order." See Plan §§ 11.1(d) & 11.1(h); *see also* Docket No. 1223 (the "Confirmation Order") ¶ WW ("The Court may, and upon the Effective Date, shall retain exclusive jurisdiction over all matters arising out of, and related to, the Chapter 11 Cases, including the matters set forth in Article XI [of] the Plan and section 1142 of the Bankruptcy Code.").

BACKGROUND

A. General Background

(1) The Plan and Confirmation Order

9. On September 25, 2023, the Debtors, including Holdings, voluntarily

converted their involuntary chapter 7 cases to voluntary chapter 11 cases, thereby submitting themselves to, and invoking the jurisdiction of, this Court to oversee their restructuring.

10. On October 25, 2024, the Court issued a decision [Docket No. 1212] (the “Confirmation Decision”), among other things, confirming the Plan and overruling objections [Docket Nos. 1029, 1033] by the Debtors and former majority shareholders Lassia Investment Company, Family Unity Trust Company, and Glafkos Trust Company (the “Former Majority Shareholders”). The Court entered the Confirmation Order on November 4, 2024. *See* Docket No. 1223.

11. On November 7, 2024, the Debtors filed a notice of appeal of the Confirmation Order [Docket No. 1233] but did not seek a stay. On November 19, 2024, the Plan was substantially consummated and the “Effective Date” (as defined in the Plan) occurred. *See* Docket No. 1258 (Notice of Effective Date) at 2.

12. Through the unstayed Confirmation Order, this Court ordered the Debtors and all of their “Related Parties”⁴ to work in good faith to facilitate the Plan’s consummation, stating (1) “[t]he Debtors and . . . their [] Related Parties are hereby directed to cooperate in good faith to implement and consummate the Plan” (Confirmation Order ¶ 5(i)); (2) “the Debtors are hereby authorized and directed to take

⁴ The Plan defines “Related Parties” as “subject to any exclusions expressly set forth in the Plan, (a) any Entity or Person; (b) such Entity’s or Person’s predecessors, predecessors in interest, successors and assigns, parents, owners, subsidiaries, affiliates, affiliated investment funds or investment vehicles, managed or advised accounts, funds, or other entities, and investment advisors, sub-advisors, or managers; (c) with respect to each of the foregoing in clauses (a) and (b), such Entity’s or Person’s respective current and former officers, directors, principals, equity holders (regardless of whether such interests are held directly or indirectly, and any fund managers, fiduciaries, or other agents with any involvement related to the Debtors), members, partners, employees, agents, sub-agents, trustees, advisory board members, financial advisors, attorneys, accountants, actuaries, managers, investment managers, investment bankers, consultants, representatives, management companies, fund advisors and other professionals; and (d) with respect to each of the foregoing in clauses (a)–(c), such Entity’s or Person’s respective heirs, executors, estates, servants, and nominees.” Plan § 1.124.

or not take any and all actions as instructed by the Petitioning Creditors and shall take or not take any actions inconsistent with the Plan or this Confirmation Order without the prior written consent of the Petitioning Creditors or further order of the Court” (*id.* ¶ 5(iii)); and (3) “all . . . parties in interest, along with their respective present or former employees, agents, officers, directors, principals, and affiliates, shall be enjoined from taking any actions to interfere with the implementation or consummation of the Plan” (*id.* ¶ 12).

(2) The Consummation Order

13. On January 24, 2025, following a trial held on January 6, 2025 with respect to Holdings’ first sanctions motion [Docket No. 1268] (the “Consummation Motion”), the Court issued an oral decision (the “January 24 Decision”) granting the motion (as modified), which was followed on January 29, 2025 by an accompanying order [Docket No. 1402] (the “Consummation Order”).⁵

14. In the Consummation Order, the Court “authorized, required, and directed” the Debtors and their Related Parties, including without limitation the “Ordered Parties” (as defined in the Consummation Order)⁶ (a) “to comply with the Confirmation Order and the Plan to assist in effectuating, implementing, and consummating the terms thereof” (Consummation Order ¶ 1) and (b) “to take all steps reasonably necessary as requested by Holdings to unconditionally support the effectuation, implementation and consummation of the Plan” (*id.* ¶ 2). In particular, the

⁵ A copy of the transcript of the January 29 Decision is attached as Exhibit A to the Consummation Order.

⁶ The Consummation Order defines “Ordered Parties” as “Holdings’ (a) existing person of record at the address of record (the ‘AOR’) currently on file with the Liberian International Ship & Corporate Registry (‘LISCR’) and (b) former shareholders (the ‘Former Shareholders’), officers and directors (together, the ‘Former D&Os’), and counsel, including Reed Smith LLP (‘Reed Smith’), as well as counsel for the Former D&Os at Daniolos Law Firm.” Consummation Order at 1.

Consummation Order required the foregoing parties “by no later than seven (7) days from the date of service of this [Consummation] Order . . . [to] tak[e] all steps reasonably necessary to update or amend . . . Holdings’ AOR to reflect that Adam Spears is Holdings’ AOR . . .” *Id.* ¶ 2.

(3) The AOR Sanctions Order

15. After the Ordered Parties failed to comply with the Consummation Order and a second sanctions motion filed by Holdings [Docket No. 1416] (the “AOR Sanctions Motion”), on February 20, 2025, the Court issued another decision [Docket No. 1468, Ex. A] (the “February 20 Decision”) (a) finding that the Consummation Order had “not been complied with” and (b) giving the Ordered Parties “one final opportunity for compliance” by filing certain certifications relating to updating Holdings’ AOR. *See* Feb. 20 Decision at 103:13-23, 105:5-107:12. After certain certifications were filed, on February 27, 2025, the Court entered a further order [Docket No. 1495] (the “AOR Sanctions Order”), which, among other things, imposed sanctions on Holdings’ AOR (the “Former AOR”), the purported Provisional Board (the “Purported Provisional Board”)⁷, Mr. Hadjieleftheraidis, and the Former Majority Shareholders (collectively, the “AOR Sanctioned Parties”) until such parties updated Holdings’ AOR, among other things. *See* AOR Sanctions Order ¶¶ 1-2.

16. The AOR Sanctioned Parties never complied with the AOR Sanctions Order.

(4) The Foreign Opposition Sanctions Order

17. On March 12, 2025, following a hearing on another sanctions motion by

⁷ The Purported Provisional Board is comprised of “Vassilis Chatzieleftheriadis, Konstantinos Chatzieleftheriadis, Ioannis Zilakos, Niki Zilakos, Adrianos Psomadakis-Karastamatis, Eleni Giannakopoulous, Panos Paxinoz, and Emmanuel Andreulaks.” AOR Sanctions Order at 3 n.5.

Holdings [Docket No. 1459] (the “Foreign Opposition Sanctions Motion”), the Court issued an oral decision granting the motion [Docket No. 1536] (the “March 12 Decision”), which was followed by a subsequent order entered on March 13, 2025 [Docket No. 1537] (the “Foreign Opposition Sanctions Order”).

18. In the Foreign Opposition Sanctions Order, the Court (a) found the Violating Parties⁸ (together with the AOR Sanctioned Parties, the “Sanctioned Parties”) in contempt of Court and subject to sanctions for ongoing violations of the Confirmation Order and Consummation Order for the reasons set forth in the March 12 Decision (Foreign Opp. Sanctions Order ¶¶ A-B), (b) “authorized, required, directed, and ordered” the Violating Parties “to withdraw any and all filings that oppose or undermine in any way the judicial recognition of the Confirmation Order, including without limitation, filings in the Liberian Proceedings and the Greek Proceedings set forth on Exhibit 1” (*id.* ¶ 1), (c) enjoined the Violating Parties “from making any filings in any court seeking to oppose or undermine in any way the judicial recognition of the Confirmation Order, including, without limitation, by initiating, or prosecuting any legal actions that seek to oppose or undermine the Confirmation Order” (*id.* ¶ 2), and (d) imposed “coercive monetary sanctions” against the Violating Parties “in the amount

⁸ The Foreign Opposition Sanctions Order defines “Violating Parties” as:

Family Unity Trust Company, Glafkos Trust Company, and Lassia Investment Company (the “Former Majority Shareholders”), Elafonissos Shipping Corporation and Keros Shipping Corporation (the “Former Minority Shareholders”), purported Provisional Eletson Holdings Inc. (“Purported Provisional Holdings”), the purported Provisional Board as defined in the [AOR Sanctions Order] as: Vassilis Chatzieftheriadis, Konstantinos Chatzieftheriadis, Ioannis Zilakos, Niki Zilakos, Adrianos Psomadakis-Karastamatis, Eleni Giannakopoulous, Panos Paxinoz, and Emmanuel Andreulaks . . . (the “Purported Provisional Board” and Vasilis Hadjieftheriadis

Foreign Opp. Sanctions Order at A.

of \$5,000 per party per day . . . commencing on March 12, 2025, and continuing until such date the parties comply with the Plan, the Confirmation Order, the Consummation Order, and this Order” (*id.* ¶ 3).⁹

19. To date, the Violating Parties have not complied with the Foreign Opposition Sanctions Order but instead have taken more affirmative actions abroad to obstruct implementation of the Plan.

B. Further Violations of this Court’s Orders

20. None of the Sanctioned Parties ever undertook any of the actions required by this Court’s orders, including the ministerial task of updating Holdings’ AOR, as directed by the AOR Sanctions Order, or terminating the foreign proceedings enjoined by the Foreign Opposition Sanctions Order.

(1) The Improper LISCRC Actions

21. On March 13, 2025, LISCRC updated Holdings’ AOR to Adam Spears. *See* Docket No. 1555. This was accomplished solely through Holdings’ own efforts with Liberian counsel, without any involvement or help from the Sanctioned Parties. After updating its AOR, Holdings re-domiciled in the Marshall Islands. *Id.*, Ex. 3 (Certificate of Registration of Domestication/Re-domiciliation). Holdings also obtained a certificate of election and incumbency from LISCRC confirming its duly constituted board: Adam Spears, Leonard J. Hoskinson, and Timothy B. Matthews. *See id.*, Ex. 1 (LISCRC Certificate of Incumbency). As a result, the only then-pending Liberian proceeding

⁹ On March 24, 2025, Reed Smith filed an appeal of the Foreign Opposition Sanctions Order on behalf of Purported Provisional Holdings [Docket No. 1558] even though Reed Smith did not represent Purported Provisional Holdings in objecting to the Motion. No party has sought a stay of the Foreign Opposition Sanctions Order. On March 27, 2025, Former Minority Shareholder Elafonissos Shipping Corporation filed a motion to reconsider the Foreign Opposition Sanctions Order (and the Consummation Order) [Docket No. 1569], which is scheduled to be heard on April 30, 2025—concurrently with this Motion.

relating to Holdings was withdrawn as unnecessary. *Id.* at 1; *see also* Pierre Decl. ¶¶ 4-7.¹⁰

22. Then, on March 18, 2025, certain of the Sanctioned Parties (and others)—namely, (a) purported “Eletson Holdings Inc.,” (b) Former Minority Shareholder Elafonissos Shipping Corporation, and (c) the Former Majority Shareholders—commenced a *new* action with the Supreme Court of Liberia (the “Liberian Court”) against LISCRC challenging the change in Holdings’ AOR. *See id.*, Ex. 4 (the “First LISCRC Action”). These parties filed the First LISCRC Action in Holdings’ name, even though this was not authorized by Holdings.

23. Initially, the Liberian Court issued a temporary stay of any further LISCRC actions related to subsidiaries of Holdings. *See* Ortiz Decl., Ex. 4 (the “Temporary Stay”). The Temporary Stay initially interfered with Holdings’ efforts to re-domicile Eletson Corp. and EMC and change the AOR of its remaining Liberian subsidiaries.

24. On March 28, 2025, the Liberian Court issued an order rejecting the First LISCRC Action and lifting the Temporary Stay. *See* Ortiz Decl., Ex. 5. Holdings was then able to successfully update the AOR for its remaining Liberian subsidiaries and all of Holdings’ Liberian subsidiaries, including Eletson Corp. and EMC, were re-domiciled in the Marshall Islands. *See id.*, Exs. 6-7.

25. On April 8, 2025, Holdings was informed that persons purporting to act on behalf of Eletson Corp. and EMC filed a substantially similar petition in the Liberian Court against LISCRC (the “Second LISCRC Action” and, together with the First LISCRC Action, the “LISCRC Actions”), again challenging the change in Holdings’ AOR and

¹⁰ Holdings also updated the AOR of two of its Liberian-based subsidiaries, Eletson Corporation (“Eletson Corp.”), which is the company’s management entity, and EMC Investment Corp. (“EMC”), which maintains some bank accounts.

arguing, among other things, that LISCR was not authorized to change the AOR. *See id.*, Ex. 8. A hearing on the Second LISCR Action is currently set for April 17, 2025.

26. The filing of the LISCR Actions violates, among other things, the Foreign Opposition Sanctions Order and its prohibition on the Violating Parties' "*making any filings in any court seeking to oppose or undermine in any way the judicial recognition of the Confirmation Order, including, without limitation, by initiating, or prosecuting any legal actions that seek to oppose or undermine the Confirmation Order.*" Foreign Opp. Sanctions Order ¶ 2 (emphasis added). The LISCR Actions are proof that the Sanctioned Parties have no intention of complying with this Court's orders at the current level of imposed sanctions.

27. None of the Liberian proceedings would have been necessary absent the Sanctioned Parties' efforts to frustrate the Plan and Confirmation Order. *See Pierre Declaration* ¶¶ 4-8; *Teh Decl.* ¶¶ 4-6.

(2) The Continuation of the Greek Proceedings

28. Notwithstanding the Foreign Opposition Sanctions Order, Holdings continues to confront obstruction by the Sanctioned Parties in Greece, where the former insiders and their proxies have initiated multiple proceedings in an effort to derail the implementation of the Plan. *See Orfanidou Decl.* ¶¶ 4-16; *see also* Foreign Opp. Sanctions Order, Ex. A (identifying improper Greek Proceedings). These actions include a petition seeking to install a provisional board of Holdings (subsequently challenged by Holdings through an intervention now fully submitted and pending decision), *see Orfanidou Decl.* ¶¶ 5-9, and a series of meritless injunction actions filed in the Piraeus Single-Member Court of First Instance that seek to strip Holdings' representatives of their authority and enjoin recognition of this Court's Confirmation Order, *see id.* ¶¶ 10-12. In parallel, Holdings was forced to continue to litigate a petition

in the Athens Multi-Member Court of First Instance, seeking judicial recognition of the Confirmation Order, which has been contested by certain of the Sanctioned Parties and is now pending decision by the Athens Court. *See id.* ¶¶ 13-16.

29. None of these proceedings would be necessary but for the Sanctioned Parties' continued noncompliance of this Court's orders. *See id.* ¶ 17.

30. As detailed in the accompanying Declarations and below, the proceedings in Greece and Liberia have resulted in substantial legal fees and expenses for which Holdings now seeks compensation.¹¹

C. Holdings' Has Incurred Significant Costs as a Result of the Sanctioned Parties' Noncompliance with this Court's Orders

31. As explained above and in prior pleadings [*see, e.g.*, Docket Nos. 1268, 1355, 1416, 1459], and the decisions and orders of this Court [Docket Nos. 1402, 1468, 1495, 1520, 1536, 1537], the Sanctioned Parties' outrageous conduct has been ongoing since entry of the Confirmation Order and is continuing as of the date of this Motion. As a direct result of this conduct, Holdings has incurred substantial attorneys' fees and costs to pursue enforcement of the Plan and Confirmation Order in this jurisdiction and abroad, such as in Greece and Liberia (collectively, the "Proceedings"). These efforts have included, among other things:

- SDNY Proceedings: Togut, Segal & Segal LLP has pursued various forms of relief in this Court as a result of the Sanctioned Parties' failure to comply with the Plan and the Confirmation Order, including through the Consummation Motion, the AOR Sanctions Motion, and the Foreign Opposition Sanctions Motion, and related

¹¹ The Sanctioned Parties have also taken numerous other actions in further violation of this Court's orders, including, improper proceedings in Germany and the United Kingdom. *See Eletson Holdings Inc.'s Motion to Amend the Court's Consummation Order [Docket No. 1537] to (A) Increase the Sanctions Amount and (B) Impose Sanctions on Laskarina Karastamati* (the "Second Foreign Opposition Sanctions Motion") ¶¶ 21-25. The attorneys' fees and costs incurred by Holdings in connection with these proceedings are not covered by this Motion and Holdings reserves all rights to seek further compensation for this additional harm.

proceedings. *See* Borriello Decl. ¶¶ 4-25.

- Liberian Proceedings: Pierre, Twenh & Associates, Inc. and International Law Group, as counsel to Holdings and certain of its shareholders in Liberia, have filed numerous recognition proceedings and responded to bad faith, improper oppositions filed by certain of the Sanctioned Parties in those proceedings. In addition to these recognition proceedings, Liberian counsel has advised Holdings on the LISCRA Actions. *See* Pierre Decl. ¶¶ 4-9; Teh Decl. ¶¶ 4-7.
- Greek Proceedings: The D.K. Avgitidis & Associates law firm, as counsel to Holdings in the numerous proceedings in Greece, which are all related to certain of the Sanctioned Parties' obstruction and interference with the Plan and Confirmation Order, has been engaged in seeking recognition of the Confirmation Order, challenging certain of the Sanctioned Parties' appointment of the Purported Provisional Board, and contesting an action for an injunction against the Confirmation Order and Plan brought at certain of the Sanctioned Parties' direction and in the name of Holdings, its former shareholders, and certain of Holdings' subsidiaries. *See* Orfanidou Decl. ¶¶ 4-18.

RELIEF REQUESTED

32. This Court has already found that it has the power to find contempt and impose sanctions, and has found the Sanctioned Parties in contempt of Court and imposed coercive sanctions in an effort to force them to comply with the Plan and Confirmation Order. *See, e.g.*, Docket No. 1536, Ex. A. (March 12 Decision) at 78:17-79:24 ("Therefore, given the clear and unambiguous language in the confirmation order and the January 29th order, the clear and convincing proof of noncompliance, and the failure of the former majority and minority shareholders, purported Provisional Eletson Holdings Inc., the purported provisional board, and Mr. Hadjieleftheriadis to diligently comply with the confirmation order and the January 29th order, the parties are found to be in contempt."); Foreign Opp. Sanctions Order ¶ A (finding Former Majority Shareholders, Former Minority Shareholders, Purported Provisional Board, and Purported Provisional Holdings "in contempt of Court for ongoing violations of the

Confirmation Order and the Consummation Order for the reasons set forth in the March 12 Decision . . ."); *see also* Docket No. 1468, Ex. A (February 20 Decision) at 103:19-25 ("Therefore, given the clear and unambiguous language in the January 29th order, the clear and convincing proof of noncompliance, and the failure to comply with the order, the Court finds that the January 29th order has not been complied with. Now, where the court finds a party in contempt, it may impose monetary sanctions upon that party."); AOR Sanctions Order ¶ J ("As set forth in the Jan. 24 Decision, the Jan. 29 Order, and the Feb. 20 Decision, the [AOR Sanctioned Parties'] are in contempt of the Court as a result of their violations of the Chapter 11 Plan, Confirmation Order, Jan. 24 Decision, Jan. 29 Order, and Feb. 20 Decision . . ."), ¶ K (finding certain of the AOR Sanctioned Parties in further contempt of the February 20 Decision), ¶ L (same).¹²

33. Similarly, the Court has already held that it can award attorneys' fees and costs as compensatory monetary sanctions. February 20 Decision at 104:20-23 ("The Bankruptcy [C]ourt can also order that 'all legal fees and costs' incurred by the aggrieved party be paid by the party in contempt.") (quoting *In re Navigator Gas*, Case No. 03-10471, Docket No.319); *see also In re Johns-Manville Corporation*, 666 B.R. 476, 487-88 (Bankr. S.D.N.Y. 2025) ("Where the purpose of contempt is to compensate the complainant, compensation should be awarded for the actual damages incurred," and "may include attorneys' fees; litigation costs; travel expenses; [and] other actual losses").

¹² The coercive sanctions imposed by the Court thus far have not resulted in the Sanctioned Parties' compliance with the Plan or Confirmation Order. In the Second Foreign Opposition Sanctions Motion filed contemporaneously herewith, Holdings is also seeking to increase the coercive sanctions imposed by the Foreign Opposition Sanctions Order in an effort to coerce the Sanctioned Parties' compliance. At the appropriate time, Holdings intends to file a separate motion seeking entry of an order fixing the amount of the daily coercive sanction awarded per party per day by the Foreign Opposition Sanctions Order and the AOR Sanctions Order.

34. Moreover, the Court expressly reserved Holdings' rights to seek "additional coercive and compensatory monetary sanctions" in the form of an award of attorneys' fees and costs incurred in connection with the "[Consummation] Motion, the [AOR] Sanctions Motion, the Liberian proceedings, and the Greek proceedings, and all further actions related thereto." AOR Sanctions Order ¶ 3; *see also* February 20 Decision at 108:5-8 ("Compensatory monetary sanctions may also be separately determined for [Holdings'] expenses incurred as a result of any party's failure to comply with the January 24th ruling, the January 29 order, and/or this order."); Foreign Opp. Sanctions Order ¶ 3 (same).

35. Accordingly, Holdings requests that the Court enter the Proposed Order (i) conditionally awarding Holdings its attorneys' fees as and costs as an additional sanction for the Sanctioned Parties' ongoing contempt, and (ii) authorizing Holdings to submit an application to the Court for the determination of the amount of attorneys' fees and costs (the "Application") within fourteen (14) days of entry of the Proposed Order. After Holdings submits the Application in accordance with the terms of the Proposed Order, the Court will have the opportunity to evaluate the submitted fees and costs, and approve such amounts as it deems appropriate.

RESERVATION OF RIGHTS

36. Holdings reserves all rights in connection with this Motion, including the right to seek additional sanctions against the Sanctioned Parties, as well as the right to seek additional fees and costs for bringing this Motion in a subsequent motion if the Sanctioned Parties' conduct continues.

NOTICE

37. Notice of this Motion will be given to the following parties or their counsel: (a) the Sanctioned Parties; (b) U.S. Trustee; and (c) any party that has

requested notice pursuant to Bankruptcy Rule 2002. Holdings submits that, in light of the nature of the relief requested, no other or further notice need be provided.

CONCLUSION

For the foregoing reasons, Holdings respectfully requests that the Court (a) enter the Proposed Order and (b) grant such other and further relief as may be just and proper.

DATED: April 16, 2025
New York, New York

TOGUT, SEGAL & SEGAL LLP
By:

/s/ Bryan M. Kotliar

KYLE J. ORTIZ

BRYAN M. KOTLIAR

BRIAN F. SHAUGHNESSY

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Counsel for Eletson Holdings Inc.

Exhibit A

Proposed Order

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X	
	:
In re:	:
	:
ELETSON HOLDINGS INC., ¹	:
	:
Debtor.	:
	:
-----X	

ORDER AWARDING ATTORNEYS' FEES AND COSTS

Upon the motion (the "Motion")² of Eletson Holdings Inc. ("Holdings") for entry of an order (this "Order") (a) conditionally awarding Holdings its attorneys' fees and cost caused by the Sanctioned Parties' noncompliance with and obstruction of this Court's orders relating to implementation and effectuation of the Plan, and (b) authorizing Holdings' to submit an application to the Court for the determination of the amount of attorneys' fees and costs (the "Application") within fourteen (14) days of entry of this Order; and the Court having jurisdiction to consider the Motion and relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order, 11 U.S.C. §§ 105 and 1142, and the Court's inherent jurisdiction to interpret and enforce its own orders (including the Confirmation Order, the Consummation Order, the AOR Sanctions Order, and the Foreign Opposition Sanctions Order (and related decisions)); and consideration of the Motion and relief requested therein being a core proceeding

¹ Prior to November 19, 2024, the Debtors in these cases were: Eletson Holdings Inc., Eletson Finance (US) LLC, and Agathonissos Finance LLC. On March 5, 2025, the Court entered a final decree and order closing the chapter 11 cases of Eletson Finance (US) LLC and Agathonissos Finance LLC. Commencing on March 5, 2025, all motions, notices, and other pleadings relating to any of the Debtors shall be filed in the chapter 11 case of Eletson Holdings Inc. The Debtor's mailing address is c/o Togut, Segal & Segal LLP, One Penn Plaza, Suite 3335, New York, New York 10119.

² Capitalized terms used but not otherwise defined herein have the meanings ascribed to such terms in the Motion.

pursuant to 28 U.S.C. § 157(b) and the Court having the authority to enter a final order consistent with Article III of the United States Constitution; and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and sufficient notice of the Motion having been provided; and it appearing that no other or further notice need be provided; and it appearing that the relief requested in the Motion is in the best interests of the Debtor, its estate, its creditors, and all parties in interest; and the Court having reviewed the Motion and the Declarations, and heard the statements of counsel at a hearing on the Motion, if any (the "Hearing"); and this Court having determined that the legal and factual bases set forth in the Motion and at the record of the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefore, **IT IS HEREBY FOUND AND DETERMINED THAT:**³

A. The Court finds that the Sanctioned Parties have willfully disregarded, and continue to willfully disregard, this Court's decisions and orders, including the Confirmation Order, the January 24 Decision, the Consummation Order, the February 20 Decision, the AOR Sanctions Order, the March 12 Decision, and the Foreign Opposition Sanctions Order.

B. The Sanctioned Parties' willful disregard of this Court's orders has caused harm to Holdings, including, among other things, by causing Holdings to incur attorneys' fees and costs that would not have been incurred if the Sanctioned Parties

³ The findings and conclusions set forth herein and in the record of the January 24 Decision, February 20 Decision, and March 12 Decision constitute the Court's findings of fact and conclusions of law pursuant to Rule 52 of the Federal Rules of Civil Procedure, as made applicable herein by Bankruptcy Rules 7052 and 9014, and are incorporated by reference as though fully set forth herein. To the extent that any finding of fact shall be determined to be a conclusion of law, it shall be deemed so, and vice versa.

complied with this Court's orders, which warrants the award of such fees and costs as additional sanctions pursuant to sections 105, 1141, and 1142 of the Bankruptcy Code, Bankruptcy Rules 7054, 9014, and 9020, and this Court's inherent power to impose civil contempt sanctions to compensate Holdings, in part, for the actual harm suffered as a result of the Sanctioned Parties' violations of the Confirmation Order, the January 24 Decision, the Consummation Order, the February 20 Decision, the AOR Sanctions Order, the March 12 Decision, and the Foreign Opposition Sanctions Order.

C. The Sanctioned Parties' ongoing noncompliance further warrants the award of attorneys' fees and costs as additional sanctions pursuant to sections 105, 1141, and 1142 of the Bankruptcy Code, Bankruptcy Rules 7054, 9014, and 9020, and this Court's inherent power to impose civil contempt sanctions to coerce the Sanctioned Parties' compliance with the Confirmation Order, the January 24 Decision, the Consummation Order, the February 20 Decision, the AOR Sanctions Order, the March 12 Decision, and the Foreign Opposition Sanctions Order.

ACCORDINGLY, IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:

1. Holdings is conditionally awarded its attorneys' fees and costs in connection with (a) preparing, briefing, and arguing this Motion, the Consummation Motion, the AOR Sanctions Motion, and the Foreign Opposition Sanctions Motion, and (b) actions related to the Sanctioned Parties' non-compliance with this Court's decisions and orders, including the Confirmation Order, the January 24 Decision, the Consummation Order, the February 20 Decision, the AOR Sanctions Order, the March 12 Decision, and the Foreign Opposition Sanctions Order.

2. Holdings is authorized to file an application (the "Application") and proposed order (the "Costs Order") for attorneys' fees and costs to the Court within

fourteen (14) days of entry of this Order. Objections, if any, to the Application must be filed and served by no later than seven (7) days following the filing of the Application (the “Objections”). If any Objections are filed, Holdings may request a hearing date and time with respect to the Application, subject to the Court’s availability, to consider entry of the Costs Order.

3. Holdings’ is authorized to seek additional coercive and compensatory monetary sanctions in to-be-determined amounts, including, without limitation, for future actions to enforce the Confirmation Order, the January 24 Decision, the Consummation Order, the February 20 Decision, the AOR Sanctions Order, the March 12 Decision, the Foreign Opposition Sanctions Order, the Liberian proceedings, Greek proceedings, and all further actions related thereto.

4. This Order shall be immediately effective and enforceable upon its entry.

5. The Court shall retain jurisdiction with respect to all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

Dated: _____, 2025

HONORABLE JOHN P. MASTANDO III
UNITED STATES BANKRUPTCY JUDGE