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*Proposed Counsel to the
 Official Committee of Unsecured Creditors*

*Proposed Local Counsel to the Official
 Committee of Unsecured Creditors*

**IN THE UNITED STATES BANKRUPTCY COURT
 FOR THE EASTERN DISTRICT OF VIRGINIA
 Alexandria Division**

In re:)	Chapter 11
)	
ENVIVA INC., <i>et al.</i> ,)	Case No. 24-10453 (BFK)
)	
Debtors. ¹)	(Jointly Administered)
)	

**MOTION FOR AUTHORITY TO EXAMINE THE DEBTORS PURSUANT TO RULE
 2004 OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE**

The Official Committee of Unsecured Creditors (the “Committee”) of Enviva Inc. (“Enviva”) and its affiliated debtors and debtors in possession (collectively with Enviva, the “Debtors”) in the above-captioned chapter 11 cases (the “Chapter 11 Cases”), by and through its undersigned counsel, hereby moves (the “Motion”) this Court for the entry of an order, the proposed form of which is attached hereto as Exhibit A (the “Order”), pursuant to section 105(a) of Title 11 of the U.S. Code (the “Bankruptcy Code”) and Rule 2004 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) authorizing the Committee to examine (the “Rule”

¹ Due to the large number of Debtors in these jointly administered chapter 11 cases, a complete list of the Debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list may be obtained on the website of the Debtors’ proposed claims and noticing agent at <https://kccllc.net/enviva>. The location of the Debtors’ service address is: 7272 Wisconsin Avenue, Suite 1800, Bethesda, MD 20814.



2004 Examination”) the Debtors.² In support of this Motion, the Committee respectfully states as follows:

PRELIMINARY STATEMENT

1. The Committee, as the only entity with a fiduciary obligation to unsecured creditors, seeks authority under Bankruptcy Rule 2004 to investigate the Debtors’ conduct, property, liabilities, financial condition, prepetition transactions, and matters affecting the administration of the Debtors’ estate.

2. As the Court is aware, a special committee of Enviva’s board of directors (the “Special Committee”)—through its counsel Baker Botts LLP (“Baker Botts”) and Kutak Rock LLP (“Kutak Rock”)—is in the process of undertaking an investigation into the Debtors’ prepetition activities. This investigation focuses on critical issues regarding related party transfers and transactions, as well as the rationale for those decisions, that are pertinent both to potential sources of recovery for unsecured creditors and the propriety of any proposed releases under a plan.

3. In an effort to act efficiently, the Committee sought to reach an agreement with Baker Botts that would allow the Committee to gain access to the underlying materials to an extent sufficient to allow the Committee to reach its own, independent conclusions regarding the subject-matter of the investigation. However, Baker Botts declined the Committee’s requests that they provide the Committee with non-privileged documents they received from the Debtors. Instead, Baker Botts stated that it would only consider producing the requested information *after* the

² As the Committee’s investigation is still ongoing, the Committee reserves the right to amend its 2004 request to add additional parties.

Special Committee completes its investigation and presents its *conclusions* to the Committee, after which the Committee could renew its request if it disagreed with the Special Committee's conclusions. This places the cart before the horse: it is only by being able to first review the relevant information that the Committee can be in a position to determine if it does or does not agree with the conclusions the Special Committee intends to present. Moreover, this "do nothing and trust us" approach suggested by Baker Botts is entirely antithetical to the Committee's fiduciary and statutory obligations and unworkable in light of the Restructuring Support Agreement (the "RSA") milestones the Debtors have imposed on these cases. The RSA requires that the Debtors propose a plan by July 10. In the event that the plan includes proposed releases, the Committee will have no independent basis to analyze the appropriateness of such releases without access to the underlying materials that Baker Botts and Kutak Rock are relying upon in connection with their investigation and will thus be impeded from performing a critical aspect of its duties.

4. To reasonably assess the transactions and assets at issue, the Committee needs to review, as an initial matter, the documents that the Debtors have already and continue to provide to the Special Committee and its counsel relating to their investigation, as well as other relevant documents relating to the investigation including the Debtors' solvency at the time of the transactions and transfers that are the subject of the investigation, and take depositions as needed. The Rule 2004 Examination will also assist the Committee's efforts to determine whether there exist any estate claims or causes of action and will better position the Committee to engage in plan negotiations on an informed basis with the goal of maximizing recoveries for all unsecured creditors.

5. Once the Committee has access to these investigative materials, to the extent it appears that the collection efforts were inadequate or incomplete, the Committee requests the authority to request the production of additional documents and to take any necessary depositions.

JURISDICTION

6. The U.S. Bankruptcy Court for the Eastern District of Virginia, Alexandria Division (the “Court”) has jurisdiction over this Motion pursuant to 28 U.S.C. §§ 157 and 1334.

7. This matter is a core proceeding pursuant to 28 U.S.C. § 157.

8. Venue of the Chapter 11 Cases and the Motion in this Court is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

9. The statutory predicates for the relief requested in this Motion are section 105(a) of the Bankruptcy Code and Bankruptcy Rule 2004.

BACKGROUND

A. The Debtors

10. Enviva, together with its co-Debtors and Non-Debtor Affiliates (the “Company”),³ is the world’s largest producer of industrial wood pellets, a renewable and sustainable energy source produced by aggregating a natural resource—predominantly waste wood fiber—and processing it into a transportable form. Nunziata Decl. ¶ 6. The Company’s operations revolve around the production, transportation, and sale of utility-grade wood pellets to be used and consumed as an energy source. *Id.* ¶ 13. The Company owns and operates ten industrial-scale wood-pellet production plants located in Virginia, North Carolina, South Carolina, Georgia,

³ All capitalized but otherwise undefined terms have the meaning ascribed to them in the *Declaration of Glenn Nunziata in Support of the Debtors’ Chapter 11 Petitions* [ECF No. 27] (“Nunziata Decl.”). This Motion should not be considered as an attempt to set forth all facts and contentions relevant to the Committee’s investigation and potential estate claims.

Florida, and Mississippi, and the Company has been developing and constructing two additional plants since 2022; the first near Epes, Alabama, and the second near Bond, Mississippi. *Id.* ¶¶ 7, 30. The Company also procures pellets under short-term contracts and on the spot market to address customer demand when needed. *Id.* ¶ 80.

11. Enviva was formed on November 12, 2013, as Enviva Partners, LP (the “Partnership”), which began trading on the New York Stock Exchange as a publicly traded master limited partnership on April 29, 2015. *Id.* ¶ 10. During this time, Enviva Holdings, LP (“Holdings” or “Sponsor”) was the ultimate indirect holder of a substantial portion of the Partnership’s limited partner units, and Holdings was in turn owned by certain entities associated with Riverstone Holdings LLC (“Riverstone”). *Id.*

12. On December 31, 2021, the Partnership converted from a publicly traded master limited partnership into a corporation—Enviva Inc.—through a transaction in which each outstanding limited-partner unit was converted into a share of common stock. *Id.* ¶ 12. This was identified by the Company as a “simplification transaction.”⁴ As of the Petition Date, Enviva remains publicly traded, and has approximately 74.7 million shares of Common Stock outstanding. *Id.* ¶ 76. Riverstone, through the collective holdings of three of its affiliates, continues to be the largest shareholder of Enviva, indirectly holding approximately 32.4 million of the 74.7 million outstanding shares. *Id.* ¶¶ 12, 76.

⁴ Enviva, Inc., Annual Report (Form 10-K), at 26 (March 4, 2022) (available at <https://www.sec.gov/ix?doc=/Archives/edgar/data/0001592057/000159205722000005/eva-20211231.htm>) (“Enviva 2021 Form 10-K”).

B. The Bankruptcy Case & RSA

13. On March 13, 2024 (the “Petition Date”), the Debtors commenced their chapter 11 cases. The Debtors continue to operate the businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

14. On March 12, 2024, the day prior to the Petition Date, the Debtors entered into the RSA (attached to the Nunziata Declaration as Exhibit C). *See* Nunziata Decl. ¶¶ 133-39. Pursuant to the RSA, the Debtors must file a plan of reorganization with the bankruptcy court no later than July 10, 2024. *See id.* ¶ 136; RSA § 4(j). The RSA contemplates that the proposed plan of reorganization will contain “customary releases...including insider releases.” *See* RSA Ex. A at 3.

15. On March 25, 2024, pursuant to Bankruptcy Code section 1102, the United States Trustee appointed the Committee to serve as a fiduciary for all unsecured creditors.⁵ The Committee is empowered to “investigate the acts, conduct, assets, liabilities, and financial condition of the debtor, the operation of the debtor’s business and the desirability of the continuance of such business, and any other matter relevant to the case or to the formulation of a plan.” 11 U.S.C.A. § 1103(c)(2).

C. The Debtors’ Special Committee

16. In November 2023, approximately four months before the Petition Date, the Debtors created a special committee of Enviva’s board of directors (the “Special Committee”) that was charged with investigating a series of transactions between the Company and one of its customers, RWE Supply & Trading GmbH (“RWEST”), that occurred in the fourth quarter of

⁵ *See Appointment of Unsecured Creditors Committee* [ECF No. 173].

2022 (the “Q4 2022 Transactions”). Nunziata Decl. ¶¶ 88-91. The Special Committee retained Baker Botts to serve as its counsel and assist it in conducting its investigation. *Id.*

17. On April 4, 2024, approximately three weeks after the Petition Date, the Debtors filed an application seeking to retain Baker Botts as counsel to the Special Committee.⁶ In the Baker Botts Retention Application, the Debtors described the contours of the Special Committee’s investigation. This included, in addition to the Q4 2022 Transactions, the investigation and assessment of potential claims of the Debtors that would be considered “property of the estate” under the Bankruptcy Code including, more specifically, an investigation into “(i) transactions with or payments or transfers of property outside the ordinary course of business to affiliates and/or insiders over the last six years, and (ii) transactions that were the subject of a material definitive agreement on a Current Report on Form 8-K or that have otherwise been identified as material based on discussions with the Special Committee” (together the “Investigation”).⁷ The Court approved the Baker Botts Retention Application on May 8, 2024.⁸

18. Based on the Committee’s communications with Baker Botts to-date, the Committee understands that the Special Committee’s Investigation includes the following transactions:

- i. Dividends paid by the Debtors since 2018;

⁶ See *Debtors’ Application to Employ and Retain Baker Botts L.L.P. as Counsel to the Special Committee of the Board of Directors of the Debtors Effective as of the Period Date* (the “Baker Botts Retention Application”) [ECF No. 229].

⁷ *Id.* ¶ 11.

⁸ *Order Granting Debtors’ Application to Employ and Retain Baker Botts L.L.P. as Counsel to the Special Committee of the Board of Directors of the Debtors Effective as of the Petition Date* [ECF No. 474]

ii. Five different transactions in which the Debtors acquired ownership in production and/or shipping facilities from entities affiliated with Enviva's Sponsor (Enviva Holdings, LP), which is owned by entities associated with Riverstone:

- The Sampson Drop-Down: On December 14, 2016, the Partnership (Enviva's predecessor entity) acquired for \$175 million all the issued and outstanding limited liability company interests of Enviva Pellets Sampson, LLC ("Sampson") from Enviva Wilmington Holdings, LLC, a joint venture between its Sponsor and John Hancock Life Insurance Company (U.S.A.) and certain of its affiliates (the "Hamlet JV").⁹
- The Wilmington Drop-Down: On October 2, 2017, the Partnership entered into an agreement with the Hamlet JV (which included the Sponsor) to purchase all of the issued and outstanding limited liability company interests in Enviva Port of Wilmington, LLC ("Wilmington"), which owns the Wilmington terminal, from the Hamlet JV.¹⁰
- The Hamlet Drop-Down: On April 2, 2019, the Partnership entered into an agreement with its Sponsor to purchase all of the issued and outstanding Class B Units in the Hamlet JV for \$165.0 million.¹¹

⁹ Enviva, Inc., Annual Report (Form 10-K), at 7-8 (Feb. 28, 2017) (available at <https://www.sec.gov/Archives/edgar/data/1592057/000104746917001016/a2231026z10-k.htm>) ("Enviva 2016 Form 10-K").

¹⁰ See Enviva, Inc., Annual Report (Form 10-K), at 5-6 (February 22, 2018) (available at <https://www.sec.gov/Archives/edgar/data/1592057/000155837018000899/eva-20171231x10k.htm>) ("Enviva 2017 Form 10-K").

¹¹ See Enviva, Inc., Annual Report (Form 10-K), at 47-48 (February 27, 2020) (available at <https://www.sec.gov/Archives/edgar/data/1592057/000159205720000003/eva-20191231x10k.htm>) ("Enviva 2019 Form 10-K").

- The Greenwood Drop-Down: On July 1, 2020, the Partnership entered into an agreement with its Sponsor to purchase all of the limited liability company interests in Enviva Pellets Greenwood Holdings II, LLC, the indirect owner of Enviva Pellets Greenwood, LLC, (“Greenwood”) for a purchase price of \$129.7 million, after certain adjustments.¹²
- The Lucedale-Pascagoula Drop-Down: On July 1, 2021, the Partnership acquired from its Sponsor all of the limited liability company interests in Enviva JV2 Holdings, LLC, the indirect owner of a wood pellet production plant under construction in Lucedale, Mississippi and a deep-water marine terminal under construction in Pascagoula, Mississippi, for a purchase price of \$259.5 million.¹³

(together the “Drop-Down Transactions.”)

- iii. The 2021 acquisition by the Partnership from Enviva Holdings, LP of all of the ownership interests in an affiliate and the elimination of the incentive distributions rights in exchange for 16 million new Enviva common units, and the intent to convert the Partnership from a master limited partnership (“MLP”) to a corporation (the “Simplification Transaction”).¹⁴

19. In its declarations in support of its retention application, Baker Botts stated that it is not investigating certain of the transactions listed above and instead such transactions will be

¹² See Enviva, Inc., Annual Report (Form 10-K), at 69, 77 (February 25, 2021) (available at <https://www.sec.gov/ix?doc=/Archives/edgar/data/0001592057/000159205721000006/eva-20201231.htm>) (“Enviva 2020 Form 10-K”).

¹³ See Enviva 2021 Form 10-K at 124-25.

¹⁴ See *id.* at 26.

reviewed by Kutak Rock.¹⁵ Baker Botts disclosed that it previously served as legal counsel to the Conflicts Committee of the Board of Directors (the “Conflicts Committee”) of the Enviva GP, LLC, the general partner of the Partnership, Enviva’s predecessor, with respect to a number of transactions from 2019 through 2021.¹⁶ As a result, Baker Botts said it will not be investigating the Conflicts Committee Transactions, which include: (i) three of the Drop-Down Transactions (Hamlet Drop-Down Transaction, Greenwood Drop-Down Transaction, and the Lucedale-Pascagoula Drop-Down Transaction); and (ii) the Simplification Transaction (the “Conflicts Committee Transactions”).¹⁷ Instead, Kutak Rock or a similarly situated third-party law firm retained by the Debtors’ estates will investigate the Conflicts Committee Transactions.¹⁸

D. The Committee’s Proposed Investigation

20. As noted above, the Special Committee’s Investigation is focused on assessing potential claims belonging to the Debtors’ estate. *See* Baker Botts Retention Application ¶ 11. It is central to the statutory duty of the Committee and the fiduciary obligations of its members to be able to independently assess the viability of potential estate claims, and the appropriateness of any releases that might be proposed as part of a plan of reorganization. In the interest of proceeding both expeditiously and efficiently, the Committee sought to engage with Baker Botts on a protocol that would allow the Committee access to non-privileged investigative materials and benefit from (and therefore not re-create) fact-gathering work already undertaken by the Debtors.

¹⁵ *See First Supplemental Declaration of Bridget Moore in Support of Debtors’ Application to Employ and Retain Baker Botts L.L.P.*, (the “Supplemental Moore Declaration”) [ECF No. 449] at ¶¶ 15, 19.

¹⁶ *See Exhibit B to the Baker Botts Retention Application, Declaration of Bridget Moore in Support of Debtors’ Application to Employ and Retain Baker Botts L.L.P. as Counsel to the Special Committee of the Board of Directors of the Debtors Effective as of the Period Date* at ¶¶ 33-34 (the “Moore Declaration”), [ECF No. 229].

¹⁷ *Id.*

¹⁸ *See Supplemental Moore Declaration* at ¶ 19.

21. Specifically, the Committee requested that Baker Botts share the documents and emails it has collected to-date, allow the Committee to join all forthcoming interviews, and share any factual summaries of interviews that Baker Botts has already taken. Baker Botts declined this request, stating that it would not consider producing documents until Baker Botts concluded its own investigation and presented its conclusions for the Committee to consider, after which, and based on the presentation, the Committee and Baker Botts could revisit whether the production of the underlying documents is warranted. Baker Botts further rejected the Committee's requests for factual interview notes on interviews conducted to-date, and for the Committee to join future interviews, on the grounds that it would impede how forthcoming witnesses would be with Baker Botts.

22. The Committee offered to both accept any documents pursuant to a common interest agreement and subject to the Debtors' right to clawback any inadvertently produced privileged documents on a non-waiver basis. This proposal was similarly rejected. Baker Botts did provide the Committee with a list of the transactions that the Special Committee is investigating, a diligence list, and a statement about which emails it has collected and reviewed and the parties it has already interviewed. It is the Committee's understanding, however, that Baker Botts has not collected any documents directly from any members of the Debtors' board of directors ("Debtors' Board" or "Board") and that their email search does not go back any further than January 1, 2022, a period that post-dates the Drop Down Transactions and the vast majority of dividends which are subjects of the Special Committee Investigation. It is also unclear whether Baker Botts has collected sufficient documents in order to conduct a solvency analyses of the Debtors at all relevant periods.

RELIEF REQUESTED

23. The Committee requests an order pursuant to Bankruptcy Rule 2004 authorizing the Committee to serve document requests on and take depositions of the Debtors in connection with: (i) the Investigation undertaken by Baker Botts and Kutak Rock;¹⁹ (ii) the Debtors' Board involvement in relation to the subjects of the Investigation; (iii) certain Investigation topics that occurred before January 1, 2022; and (iv) the Debtors' solvency at the time of each transaction or transfer that is the subject of the Investigation.

24. In order for the Committee to fulfill its own statutory and fiduciary duties, it must have the ability to independently analyze potential estate claims and causes of action. "Just trust us and do nothing"—the approach suggested by Baker Botts—is fundamentally antithetical to the Committee's duties and to its very statutory purpose. In light of the tight timeline dictated by the RSA agreed to by the Debtors, the Committee does not have the luxury of taking a "wait and see" approach (which, even with sufficient time, would be inappropriate). Not only must the Committee be able to commence its own, independent investigation immediately, which of course requires access to the underlying investigative materials that have already been gathered, but it must also ensure that the investigation is sufficiently thorough.

25. The Committee understands that Baker Botts has neither reviewed nor gathered Board communications directly from Board members. Given the role of the Board in approving transactions associated with the Investigation, their conduct, rationale, and decision-making are highly relevant to the investigation and the Committee must have access to the relevant documents.

¹⁹ The Committee's document requests are continuing and include not only all documents that have already been produced by the Debtors to the Special Committee but future productions by the Debtors to the Special Committee as well.

Finally, it is important that the Committee is able to collect and review emails from the Debtors before January 1, 2022 in connection with certain key Investigation transactions. Specifically, the Drop-Down Transactions, dividend payments before January 1, 2022, and the Simplification Transaction are all important transactions, and all topics that Baker Botts and Kutak Rock are ostensibly investigating. In addition, it is essential that the Committee is able to investigate and determine the solvency of the Debtors at the times of all the transactions associated with the Investigation, and to the extent that the Special Committee has not already collected such information, the Committee must be able to request those documents.

26. Submitted herewith is a proposed form of order and an appendix that includes the proposed requests for production of documents that the Committee is prepared to serve on the Debtors. If the Motion is granted, the Committee requests that the Court order that any responses and objections to the Committee's requests for production be served within seven (7) days following receipt of the Committee's request, and that any document productions be substantially completed within fourteen (14) days of receiving the Committee's document request.

27. The Committee will propose dates to examine, to the extent necessary, the Debtors' directors, officers, employees and/or other representatives as required under Local Bankruptcy Rule 2004-1.²⁰

BASIS FOR RELIEF REQUESTED

28. Under Bankruptcy Rule 2004, parties in interest such as the Committee may request discovery related to "acts, conduct, or property, or to the liabilities and financial condition of the

²⁰ The Committee is presently negotiating a proposed protective order with the Debtors and certain other parties to govern all discovery in this Chapter 11 Case.

debtor, or to any matter which may affect the administration of the debtor's estate, or to the debtor's right to a discharge." Fed. R. Bankr. P. 2004(b).

29. The primary purpose of a Rule 2004 examination is to give the parties a tool "to quickly ascertain the extent and location of the estate's assets." *In re Moore Trucking, Inc.*, No. 2:20-bk-20136, 2020 WL 6948987, at *6 (Bankr. S.D.W. Va. July 14, 2020) (quoting *In re Fearn*, 96 B.R. 135 (Bankr. S.D. Ohio 1989)). "Rule 2004 examinations are appropriate for revealing the nature and extent of bankruptcy estate and for 'discovering assets, examining transactions, and determining whether wrongdoing has occurred.'" *In re Sabbatical, Inc.*, No. 3:16-bk-30247, 2021 WL 4048733, at *5 (Bankr. S.D. W.Va. Sept. 2, 2021) (quoting *In re Enron Corp.*, 281 B.R. 836, 840 (Bankr. S.D.N.Y. 2002)). Specifically, Rule 2004 is a proper tool for investigating potential claims to bring in connection with the bankruptcy case. *See In re Health Diagnostic Lab., Inc.*, 551 B.R. 218, 225 n.17 (Bankr. E.D. Va. 2016) ("A Rule 2004 examination is an investigative tool that parties in interest may use to investigate claims associated with the bankruptcy proceeding.")

30. The scope of investigation permitted under Bankruptcy Rule 2004 is broad. Indeed, Bankruptcy Courts in the Eastern District of Virginia, among others, have "long held that the scope of an examination under Bankruptcy Rule 2004 is extremely wide; some going as far as saying that 2004 allows fishing expeditions." *In re Nucletron Mfg. Corp.*, No. 93-34486S, 1994 WL 16191611, at *2 (Bankr. E.D. Va. Mar. 17, 1994); *see also In re Valley Forge Plaza Assocs.*, 109 B.R. 669, 674 (Bankr. E.D. Pa. 1990) (stating that Bankruptcy Rule 2004 "permits a party invoking it to undertake a broad inquiry of the examiner, in the nature of a 'fishing expedition.'"); *In re Fearn*, 96 B.R. at 137-38 ("It is well-established that the scope of a Rule 2004 examination is very broad and great latitude of inquiry is ordinarily permitted.").

31. The broad reach of Bankruptcy Rule 2004 also permits investigating any party, including third parties, “if they have knowledge of the debtor’s affairs.” *In re Ecam Publ’ns, Inc.*, 131 B.R. 556, 559 (Bankr. S.D.N.Y. 1991); *see also In re Recoton Corp.*, 307 B.R. 751, 756 (Bankr. S.D.N.Y. 2004) (“Any third party who has a relationship with a debtor may be made subject to a Rule 2004 investigation”); *In re Enron Corp.*, 281 B.R. at 840 (“[T]he Court may authorize the examination of third parties that possess knowledge of the debtor’s acts, conduct, liabilities or financial condition which relate to the administration of the bankruptcy estate.”).

32. This Rule 2004 Examination is necessary to ensure that the Committee is able to fulfill its statutory role and adequately assess any potential estate claims or causes of action as part of the Committee’s overall efforts to maximize recovery to unsecured creditors. There is little question that the proposed Rule 2004 Examination is relevant as the Committee is seeking discovery concerning transactions that the Debtors themselves are investigating. Further, there is little to no burden on the Debtors in locating and producing the relevant documents, almost all of which should have already been produced to Baker Botts and Kutak Rock. Finally, the Committee needs the Rule 2004 Examination to determine the appropriateness of any releases that may be proposed as part of any plan of reorganization, especially any proposed insider releases.

WAIVER OF SEPARATE MEMORANDUM OF LAW

33. The Committee respectfully requests that the Court regard any arguments and citations set forth herein as a written memorandum of facts, reasons, and authorities that has been combined with the relief requested herein, as permitted by Local Bankruptcy Rule 9013-1(F)(1). Alternatively, the Committee respectfully requests that the Court waive any requirement set forth

in Local Bankruptcy Rule 9013-1(F)(1) that this Motion be accompanied by such a written memorandum.

NO PRIOR REQUEST

34. No previous request for the relief sought herein has been made by the Committee to this or any other Bankruptcy Court.

CONCLUSION

WHEREFORE, the Committee respectfully requests that the Court (a) enter an order, substantially in the form annexed hereto as **Exhibit A**, authorizing it to conduct Rule 2004 Examinations of the Debtors, through both the production of documents and oral examination; and (b) granting such other and further relief that this case may require and the Court deems just and proper.

SIGNATURES ON FOLLOWING PAGE

Dated: May 23, 2024

Respectfully submitted,

/s/ Kristen E. Burgers

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*Proposed Counsel for the Official Committee of
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CERTIFICATE OF SERVICE

I hereby certify that, on May 23, 2024, a true and correct copy of the foregoing document was served via email through the Bankruptcy Court's Electronic Case Filing System on the parties that have consented to such service.

/s/ Kristen E. Burgers

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EXHIBIT A

[Proposed Order]

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Debtors. ¹)	(Jointly Administered)
)	

**ORDER GRANTING MOTION FOR ENTRY OF AN ORDER PURSUANT TO
 BANKRUPTCY RULE 2004 AUTHORIZING THE EXAMINATION OF
 AND COMPELLING THE PRODUCTION OF DOCUMENTS BY THE DEBTORS**

Upon consideration of the *Motion for Authority to Examine the Debtors Pursuant to Rule 2004 of the Federal Rules of Bankruptcy Procedure* (the “Motion”) filed by the Official Committee of Unsecured Creditors (the “Committee”) of Enviva Inc., *et al.* (collectively, the “Debtors”); and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Motion and requested relief being a core proceeding under 28 U.S.C. §157(b); and venue being proper before this Court pursuant to 28 U.S.C §§ 1408 and 1409; and due and proper notice of the Motion having been provided; and no other or further notice need be provided; and the Court having determined that the legal and factual

¹ Due to the large number of Debtors in these jointly administered chapter 11 cases, a complete list of the Debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list may be obtained on the website of the Debtors’ proposed claims and noticing agent at <https://kccllc.net/enviva>. The location of the Debtors’ service address is: 7272 Wisconsin Avenue, Suite 1800, Bethesda, MD 20814.

bases set forth in the Motion to establish just cause for the relief granted herein; and the Court having determined that immediate relief is appropriate; upon all of the proceedings before the Court and after due deliberation and sufficient cause appearing therefore,

IT IS HEREBY ORDERED THAT:

1. The relief requested in the Motion is hereby **GRANTED**;
2. The Committee is hereby authorized to serve notice to compel the Debtors' production of documents and information requested by the Committee included as Appendix 1 to this Order and attendance of the Debtors for examination as provided in Rule 2004(c) and 9016 of the Federal Rules of Bankruptcy Procedure
3. Any responses and objections to the Committee's requests for production be served within seven (7) days after receipt of Committee's request for production, and document production must be substantially completed within fourteen (14) days after receipt of Committee's requests for production.
4. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry; and
5. This Court shall retain exclusive jurisdiction over any and all matters arising from and/or related to the implementation and/or interpretation of this Order.

Enter: / /

Brian F. Kenney, Judge
United States Bankruptcy Court for the Eastern
District of Virginia

WE ASK FOR THIS:

/s/ Kristen E. Burgers

Lawrence A. Katz (VSB No. 47664)

Kristen E. Burgers (VSB No. 67997)

Allison P. Klena (VSB No. 96400)

HIRSCHLER FLEISCHER, P.C.

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Facsimile: (703) 584-8901

*Proposed Local Counsel to the Official Committee of
Unsecured Creditors*

and

Scott L. Alberino (*admitted pro hac vice*)

Alexander F. Antypas (VSB No. 92083)

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Avi E. Luft (*pro hac vice pending*)

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Facsimile: (212) 872-1002

*Proposed Lead Counsel to the Official
Committee of Unsecured Creditors*

**CERTIFICATION OF ENDORSEMENT UNDER
LOCAL BANKRUPTCY RULE 9022-1(C)**

I hereby certify that the foregoing Order has been endorsed by and/or served on all necessary parties.

/s/ Kristen E. Burgers
Counsel

Appendix 1

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
ALEXANDRIA DIVISION**

In re:)	
)	Chapter 11
ENVIVA INC., <i>et al.</i> ,)	Case No. 24-10453 (BFK)
)	
Debtors. ¹)	(Jointly Administered)
)	

**OFFICIAL COMMITTEE OF UNSECURED CREDITORS' FIRST SET OF REQUESTS
FOR PRODUCTION OF DOCUMENTS**

Please take notice that, pursuant to Rule 2004 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and Local Rule 2004-1 of the United States Bankruptcy Court for the Eastern District of Virginia (the “Local Rules”), the Official Committee of Unsecured Creditors (the “Committee”) submits the following requests for the production of documents (the “Requests,” and each individually a “Request”) to Debtors. The Committee requests that Debtors respond to these Requests in 7 days and produce any responsive Documents within 14 days or at such other time and place as may be ordered by the Court or agreed to by counsel.

Please take further notice that the Committee reserves its rights under title 11 of the United States Code (the “Bankruptcy Code”), the Bankruptcy Rules, the Local Rules, and any applicable law regarding the subject matter of this Notice and to amend, supplement, and/or modify Exhibit A attached hereto in accordance with the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and other applicable law.

¹ Due to the large number of Debtors in these jointly administered chapter 11 cases, a complete list of the Debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list may be obtained on the website of the Debtors’ proposed claims and noticing agent at <https://kccllc.net/enviva>. The location of the Debtors’ service address is: 7272 Wisconsin Avenue, Suite 1800, Bethesda, MD 20814.

New York, New York
Dated: May [], 2022

AKIN GUMP STRAUSS HAUER & FELD LLP

By: /s/

Ira S. Dizengoff (admitted *pro hac vice*)
Abid Qureshi (admitted *pro hac vice*)
Jason P. Rubin (admitted *pro hac vice*)
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*Counsel for the Official Committee of Unsecured
Creditors*

EXHIBIT A

DEFINITIONS

The following definitions of terms apply to all of the Document Requests. Unless otherwise defined herein, all words and phrases used herein shall be accorded their usual meaning and shall be interpreted in their common, ordinary sense.

1. “**Affiliate**” or “**Affiliates**” has the meaning given to the term “Affiliate” under 11 U.S.C. § 101(2).

2. “**Any**” and “**all**” and “**each**” mean “each and every.”

3. “**Baker Botts**” refers to the law firm Baker Botts LLP.

4. “**Bankruptcy Court**” refers to the United States Bankruptcy Court, Eastern District of Virginia.

5. “**Board of Directors**” means any one or more of the boards of directors (or similar body) of any and all of the Debtors, any members, committees, or subcommittees thereof, each of their predecessors and successors, and the Board of Directors’ agents and Professionals.

6. “**Chapter 11 Cases**” means the jointly administered chapter 11 cases pending before the United States Bankruptcy Court, Eastern District of Virginia, captioned *In re Enviva Inc., et al.*, Case No. 24-10453 (BFK).

7. “**Communication**” means the transmittal of information (in the form of facts, ideas, inquiries, emails, or otherwise).

8. “**Concerning**” means relating to (however remotely), referring to, describing, evidencing, or constituting.

9. “**Debtors**” means Enviva and its affiliated debtors and debtors-in-possession identified in the jointly administered Chapter 11 Cases, and their predecessors and predecessors-in-interest, including but not limited to the Debtors’ Professionals in these Chapter 11 Cases.

10. **“Each”** and **“every”** mean “each and every.”

11. **“Document”** is defined to be synonymous in meaning and equal in scope to the usage of the term “documents or electronically stored information” in Fed. R. Civ. P. 34(a)(1)(A), including but not limited to all writings, drawings, graphs, charts, photographs, sound recordings, images, electronically stored information, and other data or data compilations. This includes documents stored in any medium from which information can be obtained either directly or, if necessary, after translation by the responding party into a reasonably usable form. A draft or non-identical copy is a separate document within the meaning of this term.

12. **“Drop-Down Transaction”** means the Greenwood Drop-Down Transaction, the Hamlet Drop-Down Transaction, the Lucedale-Pascagoula Drop-Down Transaction, the Sampson Drop-Down Transaction, and the Wilmington Drop-Down Transaction.

13. **“Entity”** means any natural Person, corporation, partnership, subsidiary, sole proprietorship, firm, board, joint venture, association, agency, authority, commission or other business entity or juristic Person, as well as any affiliate, agent, parent including but not limited to legal counsel, financial advisors, or any other representative.

14. **“Enviva”** means Enviva Inc., its subsidiaries and Affiliates, all Debtors, and/or any of their past or present employees, attorneys, officers, directors, managers, members, advisors, agents, representatives, Professionals, and all other persons acting or claiming to act on their behalf

15. **“Greenwood Drop-Down Transaction”** means the transaction described as the Greenwood Drop-Down in Enviva’s SEC Filings, including but not limited to Enviva’s Form 10-K for the fiscal year ended December 31, 2020.

16. **“Hamlet Drop-Down Transaction”** means the transaction described as the Hamlet Drop-Down in Enviva’s SEC Filings, including but not limited to Enviva’s Form 10-K for the fiscal year ended December 31, 2019.

17. **“Investigation”** means the subjects that the Special Committee has been authorized to investigate, as described in the *Debtors’ Application to Employ and Retain Baker Botts L.L.P. as Counsel to the Special Committee of the Board of Directors of the Debtors Effective as of the Period Date* [ECF No. 229] or any other investigation undertaken by Baker Botts or Kutak Rock on behalf of the Special Committee.

18. **“Kutak Rock”** means the law firm Kutak Rock LLP.

19. **“Lucedale-Pascagoula Drop-Down Transaction”** means the transaction described as the Lucedale-Pascagoula Drop-Down in Enviva’s SEC Filings, including but not limited to Enviva’s Form 10-K for the fiscal year ended December 31, 2021.

20. **“Person”** means any natural person or any legal entity, including, without limitation, any business or governmental entity or association. “Person” also includes any agent, representatives, or expert, including but not limiting to, attorneys or financial advisors.

21. **“Petition Date”** means March 13, 2024.

22. **“Professional”** means any Person or entity engaged to provide, or involved in providing, professional services of any kind at any time, including, without limitation, any attorneys, consultants, advisors, and testifying or non-testifying experts.

23. **“Regarding”** means concerning, describing, comprising, referring to, related to, supporting, favoring, opposing, bolstering, detracting from, located in, considered in connection with, bearing on, evidencing, indicating, reporting on, recording, alluding to, responding to,

connected with, commenting on, in respect of, about, in relation to, discussing, showing, describing, reflecting, analyzing constituting, and being.

24. **“Relating to,” “relate(s) to” or “related to,”** when referring to any given subject matter, means, without limitation, any document that constitutes, comprises, involves, contains, embodies, reflects, identifies, states, refers directly or indirectly to, or is in any way relevant to the particular subject matter identified.

25. **“Sampson Drop-Down Transaction”** means the transaction described as the Sampson Drop-Down in Enviva’s SEC Filings, including but not limited to Enviva’s Form 10-K for the fiscal year ended December 31, 2016.

26. **“Simplification Transaction”** means the transaction described as the Simplification Transaction in Enviva’s SEC Filings, including but not limited to Enviva’s Form 10-K for the fiscal year ended December 31, 2021 and Form 8-K filed on October 15, 2021.

27. **“Special Committee”** refers to the special committee created by Enviva’s Board of Directors in November 2023 comprised of four directors, led by Janet Wong, and including Gary Whitlock, Martin Davidson and Gerrity Lansing.

28. **“Time Period”** means the period from January 1, 2018 through the present unless otherwise indicated.

29. **“Wilmington Drop-Down Transaction”** means the transaction described as the Wilmington Drop-Down in Enviva’s SEC Filings, including but not limited to Enviva’s Form 10-K for the fiscal year ended December 31, 2017.

30. **“You,” “Your,” “Enviva,” and “Debtors”** means (1) all Debtors in the Chapter 11 Cases (including their Professionals), (2) all direct or indirect subsidiaries of Enviva, and (3) all Affiliates of any of the Debtors.

31. The plural includes the singular, and the singular includes the plural.

32. The use of the present tense includes the past tense, the use of the past tense shall include the present tense, and the use of any verb in any tense shall be construed as including the use of that verb in all other tenses.

33. Words and phrases not defined shall have their ordinary and plain meaning within the context of the Federal Rules of Civil Procedure and in accordance with the generally accepted meaning accorded such words and phrases in everyday use in the English language.

INSTRUCTIONS

1. The preceding Definitions apply to these Instructions and each of the succeeding Document Requests.

2. Documents covered by the Document Requests include all documents in Your possession, custody, or control from the Time Period, unless otherwise indicated.

3. Each Document Request shall be deemed to be continuing in nature. If at any time additional Documents responsive to the Document Requests come into Your possession, custody, or control or are brought to Your attention, prompt supplementation of Your response to these Document Requests is required.

4. If, in responding to the Document Requests, You believe there are ambiguities in a request or definition, the response shall set forth the matter deemed ambiguous and the construction used in responding.

5. You shall produce all Documents in the manner in which they are maintained in the ordinary course of Your business, and/or You shall organize and label the Documents to correspond with the categories in this request. A request for a Document shall be deemed to include a request for any and all file folders within which the Document was contained, transmittal

sheets, cover letters, exhibits, enclosures, or attachments to the document in addition to the Document itself.

6. Documents attached to each other should not be separated.

7. All Documents shall be produced in TIFF format with OCR images. All Documents shall be produced with metadata, including but not limited to the date created/sent, author, recipients, cc-copies, and bcc-blind copies.

8. If any Document within the scope of this request has been destroyed, that Document shall be identified including identification of (i) its author(s); (ii) intended or unintended recipient(s); (iii) addressee(s); (iv) intended or unintended recipients of blind copies; (v) date; and (vi) subject matter. The circumstances of such destruction shall be set forth, and any Documents relating to such destruction shall be produced.

9. In producing Documents and other materials, You are requested to furnish all Documents or things in Your possession, custody or control, regardless of whether such Documents or materials are possessed by You directly.

10. If You object to any part of any request, You shall state fully the nature of the objection. Notwithstanding any objections, You shall nonetheless comply fully with the other parts of the request not objected to.

11. If your response is that the Documents or information requested can be found in the data room, please identify the type of document and/or the data room location.

12. The Committee reserves the right to request additional Documents as needed and to submit additional or supplemental document requests, provided, further, that it expressly reserves its rights to supplement or amend the Document Requests.

DOCUMENT REQUESTS

1. All Documents and Communications provided to the Special Committee, Baker Botts, or Kutak Rock relating to the Investigation.
2. All Documents and Communications involving, provided to, or considered by the Debtors' Board of Directors relating to the Investigation.
3. To the extent not otherwise collected pursuant to the Investigation, all Documents and Communications related to: (i) the Drop-Down Transactions; (ii) dividend payments or other distributions made by Enviva to equity holders and the general partner of Enviva since January 1, 2018; and (iii) the Simplification Transaction, including but not limited to all agreements, contracts, valuations, analyses, forecasts or projections.
4. All Documents and Communications related to the solvency or the capital adequacy of the Debtors at the time of each transaction or transfer that is the subject of the Investigation, including but not limited to all valuation analysis, financial analyses, financial forecasts, financial projections, earnings forecast, fairness opinions, or liquidation analyses.

EXHIBIT A

[Proposed Order]

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 Alexander F. Antypas (VSB No. 92083)
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Proposed Counsel to the Official Committee of Unsecured Creditors

Proposed Local Counsel to the Official Committee of Unsecured Creditors

**IN THE UNITED STATES BANKRUPTCY COURT
 FOR THE EASTERN DISTRICT OF VIRGINIA
 ALEXANDRIA DIVISION**

In re:)	Chapter 11
ENVIVA INC., <i>et al.</i> ,)	Case No. 24-10453 (BFK)
)	
Debtors. ¹)	(Jointly Administered)

**ORDER GRANTING MOTION FOR ENTRY OF AN ORDER PURSUANT TO
 BANKRUPTCY RULE 2004 AUTHORIZING THE EXAMINATION OF
 AND COMPELLING THE PRODUCTION OF DOCUMENTS BY THE DEBTORS**

Upon consideration of the *Motion for Authority to Examine the Debtors Pursuant to Rule 2004 of the Federal Rules of Bankruptcy Procedure* (the “Motion”) filed by the Official Committee of Unsecured Creditors (the “Committee”) of Enviva Inc., *et al.* (collectively, the “Debtors”); and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Motion and requested relief being a core proceeding under 28 U.S.C. §157(b); and venue being proper before this Court pursuant to 28 U.S.C §§ 1408 and 1409; and due and proper notice of the Motion having been provided; and no other or further notice need be provided; and the Court having determined that the legal and factual

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bases set forth in the Motion to establish just cause for the relief granted herein; and the Court having determined that immediate relief is appropriate; upon all of the proceedings before the Court and after due deliberation and sufficient cause appearing therefore,

IT IS HEREBY ORDERED THAT:

1. The relief requested in the Motion is hereby **GRANTED**;
2. The Committee is hereby authorized to serve notice to compel the Debtors' production of documents and information requested by the Committee included as Appendix 1 to this Order and attendance of the Debtors for examination as provided in Rule 2004(c) and 9016 of the Federal Rules of Bankruptcy Procedure
3. Any responses and objections to the Committee's requests for production be served within seven (7) days after receipt of Committee's request for production, and document production must be substantially completed within fourteen (14) days after receipt of Committee's requests for production.
4. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry; and
5. This Court shall retain exclusive jurisdiction over any and all matters arising from and/or related to the implementation and/or interpretation of this Order.

Enter: / /

Brian F. Kenney, Judge
United States Bankruptcy Court for the Eastern
District of Virginia

WE ASK FOR THIS:

/s/ Kristen E. Burgers

Lawrence A. Katz (VSB No. 47664)

Kristen E. Burgers (VSB No. 67997)

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*Proposed Local Counsel to the Official Committee of
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**CERTIFICATION OF ENDORSEMENT UNDER
LOCAL BANKRUPTCY RULE 9022-1(C)**

I hereby certify that the foregoing Order has been endorsed by and/or served on all necessary parties.

/s/ Kristen E. Burgers
Counsel

Appendix 1

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
ALEXANDRIA DIVISION**

In re:)	
)	Chapter 11
)	
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Debtors. ¹)	(Jointly Administered)
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**OFFICIAL COMMITTEE OF UNSECURED CREDITORS’ FIRST SET OF REQUESTS
FOR PRODUCTION OF DOCUMENTS**

Please take notice that, pursuant to Rule 2004 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and Local Rule 2004-1 of the United States Bankruptcy Court for the Eastern District of Virginia (the “Local Rules”), the Official Committee of Unsecured Creditors (the “Committee”) submits the following requests for the production of documents (the “Requests,” and each individually a “Request”) to Debtors. The Committee requests that Debtors respond to these Requests in 7 days and produce any responsive Documents within 14 days or at such other time and place as may be ordered by the Court or agreed to by counsel.

Please take further notice that the Committee reserves its rights under title 11 of the United States Code (the “Bankruptcy Code”), the Bankruptcy Rules, the Local Rules, and any applicable law regarding the subject matter of this Notice and to amend, supplement, and/or modify Exhibit A attached hereto in accordance with the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and other applicable law.

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New York, New York
Dated: May [], 2022

AKIN GUMP STRAUSS HAUER & FELD LLP

By: /s/

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7. “**Communication**” means the transmittal of information (in the form of facts, ideas, inquiries, emails, or otherwise).

8. “**Concerning**” means relating to (however remotely), referring to, describing, evidencing, or constituting.

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12. **“Drop-Down Transaction”** means the Greenwood Drop-Down Transaction, the Hamlet Drop-Down Transaction, the Lucedale-Pascagoula Drop-Down Transaction, the Sampson Drop-Down Transaction, and the Wilmington Drop-Down Transaction.

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18. “**Kutak Rock**” means the law firm Kutak Rock LLP.

19. “**Lucedale-Pascagoula Drop-Down Transaction**” means the transaction described as the Lucedale-Pascagoula Drop-Down in Enviva’s SEC Filings, including but not limited to Enviva’s Form 10-K for the fiscal year ended December 31, 2021.

20. “**Person**” means any natural person or any legal entity, including, without limitation, any business or governmental entity or association. “Person” also includes any agent, representatives, or expert, including but not limiting to, attorneys or financial advisors.

21. “**Petition Date**” means March 13, 2024.

22. “**Professional**” means any Person or entity engaged to provide, or involved in providing, professional services of any kind at any time, including, without limitation, any attorneys, consultants, advisors, and testifying or non-testifying experts.

23. “**Regarding**” means concerning, describing, comprising, referring to, related to, supporting, favoring, opposing, bolstering, detracting from, located in, considered in connection with, bearing on, evidencing, indicating, reporting on, recording, alluding to, responding to,

connected with, commenting on, in respect of, about, in relation to, discussing, showing, describing, reflecting, analyzing constituting, and being.

24. **“Relating to,” “relate(s) to” or “related to,”** when referring to any given subject matter, means, without limitation, any document that constitutes, comprises, involves, contains, embodies, reflects, identifies, states, refers directly or indirectly to, or is in any way relevant to the particular subject matter identified.

25. **“Sampson Drop-Down Transaction”** means the transaction described as the Sampson Drop-Down in Enviva’s SEC Filings, including but not limited to Enviva’s Form 10-K for the fiscal year ended December 31, 2016.

26. **“Simplification Transaction”** means the transaction described as the Simplification Transaction in Enviva’s SEC Filings, including but not limited to Enviva’s Form 10-K for the fiscal year ended December 31, 2021 and Form 8-K filed on October 15, 2021.

27. **“Special Committee”** refers to the special committee created by Enviva’s Board of Directors in November 2023 comprised of four directors, led by Janet Wong, and including Gary Whitlock, Martin Davidson and Gerrity Lansing.

28. **“Time Period”** means the period from January 1, 2018 through the present unless otherwise indicated.

29. **“Wilmington Drop-Down Transaction”** means the transaction described as the Wilmington Drop-Down in Enviva’s SEC Filings, including but not limited to Enviva’s Form 10-K for the fiscal year ended December 31, 2017.

30. **“You,” “Your,” “Enviva,” and “Debtors”** means (1) all Debtors in the Chapter 11 Cases (including their Professionals), (2) all direct or indirect subsidiaries of Enviva, and (3) all Affiliates of any of the Debtors.

31. The plural includes the singular, and the singular includes the plural.

32. The use of the present tense includes the past tense, the use of the past tense shall include the present tense, and the use of any verb in any tense shall be construed as including the use of that verb in all other tenses.

33. Words and phrases not defined shall have their ordinary and plain meaning within the context of the Federal Rules of Civil Procedure and in accordance with the generally accepted meaning accorded such words and phrases in everyday use in the English language.

INSTRUCTIONS

1. The preceding Definitions apply to these Instructions and each of the succeeding Document Requests.

2. Documents covered by the Document Requests include all documents in Your possession, custody, or control from the Time Period, unless otherwise indicated.

3. Each Document Request shall be deemed to be continuing in nature. If at any time additional Documents responsive to the Document Requests come into Your possession, custody, or control or are brought to Your attention, prompt supplementation of Your response to these Document Requests is required.

4. If, in responding to the Document Requests, You believe there are ambiguities in a request or definition, the response shall set forth the matter deemed ambiguous and the construction used in responding.

5. You shall produce all Documents in the manner in which they are maintained in the ordinary course of Your business, and/or You shall organize and label the Documents to correspond with the categories in this request. A request for a Document shall be deemed to include a request for any and all file folders within which the Document was contained, transmittal

sheets, cover letters, exhibits, enclosures, or attachments to the document in addition to the Document itself.

6. Documents attached to each other should not be separated.

7. All Documents shall be produced in TIFF format with OCR images. All Documents shall be produced with metadata, including but not limited to the date created/sent, author, recipients, cc-copies, and bcc-blind copies.

8. If any Document within the scope of this request has been destroyed, that Document shall be identified including identification of (i) its author(s); (ii) intended or unintended recipient(s); (iii) addressee(s); (iv) intended or unintended recipients of blind copies; (v) date; and (vi) subject matter. The circumstances of such destruction shall be set forth, and any Documents relating to such destruction shall be produced.

9. In producing Documents and other materials, You are requested to furnish all Documents or things in Your possession, custody or control, regardless of whether such Documents or materials are possessed by You directly.

10. If You object to any part of any request, You shall state fully the nature of the objection. Notwithstanding any objections, You shall nonetheless comply fully with the other parts of the request not objected to.

11. If your response is that the Documents or information requested can be found in the data room, please identify the type of document and/or the data room location.

12. The Committee reserves the right to request additional Documents as needed and to submit additional or supplemental document requests, provided, further, that it expressly reserves its rights to supplement or amend the Document Requests.

DOCUMENT REQUESTS

1. All Documents and Communications provided to the Special Committee, Baker Botts, or Kutak Rock relating to the Investigation.
2. All Documents and Communications involving, provided to, or considered by the Debtors' Board of Directors relating to the Investigation.
3. To the extent not otherwise collected pursuant to the Investigation, all Documents and Communications related to: (i) the Drop-Down Transactions; (ii) dividend payments or other distributions made by Enviva to equity holders and the general partner of Enviva since January 1, 2018; and (iii) the Simplification Transaction, including but not limited to all agreements, contracts, valuations, analyses, forecasts or projections.
4. All Documents and Communications related to the solvency or the capital adequacy of the Debtors at the time of each transaction or transfer that is the subject of the Investigation, including but not limited to all valuation analysis, financial analyses, financial forecasts, financial projections, earnings forecast, fairness opinions, or liquidation analyses.