

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

	§	Chapter 11
In re:	§	
	§	Case No. 24-90448 (ARP)
RHODIUM ENCORE LLC, <i>et al.</i> , ¹	§	
	§	
Debtors.	§	(Jointly Administered)
	§	

**SECOND MONTHLY FEE STATEMENT OF
MCDERMOTT WILL & EMERY LLP FOR COMPENSATION FOR
SERVICES AND REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD
FROM JANUARY 1, 2025 THROUGH JANUARY 31, 2025**

Name of Applicant:	<u>McDermott Will & Emery LLP</u>
Authorized to Provide Professional Services to:	<u>Official Committee of Unsecured Creditors</u>
Date of Retention:	<u>January 15, 2025, effective as of November 23, 2024 [ECF No. 633]</u>
Period for Which Compensation and Reimbursement Will be Sought:	<u>January 1, 2025 to January 31, 2025</u>
Total Amount of Compensation to Be Sought as Actual, Reasonable, and Necessary for the Applicable Period:	<u>\$571,322.00 (80% of \$714,152.50)</u>
Total Amount of Expense Reimbursement to be Sought as Actual, Reasonable, and Necessary for the Applicable Period:	<u>\$3,790.07</u>

¹ The Debtors in these chapter 11 cases and the last four digits of their corporate identification numbers are as follows: Rhodium Encore LLC (3974), Jordan HPC LLC (3683), Rhodium JV LLC (5323), Rhodium 2.0 LLC (1013), Rhodium 10MW LLC (4142), Rhodium 30MW LLC (0263), Rhodium Enterprises, Inc. (6290), Rhodium Technologies LLC (3973), Rhodium Renewables LLC (0748), Air HPC LLC (0387), Rhodium Shared Services LLC (5868), Rhodium Ready Ventures LLC (8618), Rhodium Industries LLC (4771), Rhodium Encore Sub LLC (1064), Jordan HPC Sub LLC (0463), Rhodium 2.0 Sub LLC (5319), Rhodium 10MW Sub LLC (3827), Rhodium 30MW Sub LLC (4386), and Rhodium Renewables Sub LLC (9511). The mailing and service address of the Debtors in these chapter 11 cases is 2617 Bissonnet Street, Suite 234, Houston, TX 77005.



2490448250415000000000003

Pursuant to sections 327(a) and 328(a) of title 11 of the United States Code, Rules 2014(a) and 2016 of the Federal Rules of Bankruptcy Procedure, Rule 2016-1 of the Bankruptcy Local Rules for the United States Bankruptcy Court for the Southern District of Texas, the *Order Authorizing the Employment and Retention of McDermott Will & Emery LLP as Counsel to the Official Committee of Unsecured Creditors, Effective as of November 23, 2024*, dated January 15, 2025 [ECF No. 633] (the “Retention Order”), and the *Order Granting the Motion of Debtors to Establish Procedures for Interim Compensation and Reimbursement of Expenses for Professionals*, dated October 14, 2024 [ECF No. 264] (the “Interim Compensation Order”), McDermott Will & Emery LLP (“McDermott”), counsel for the Official Committee of Unsecured Creditors (the “Committee”) of Rhodium Encore, LLC and its affiliated debtors and debtors in possession (collectively, the “Debtors”) in these chapter 11 cases (these “Chapter 11 Cases”), hereby submits this *Second Monthly Fee Statement of McDermott Will & Emery LLP for Compensation for Services Rendered and Reimbursement of Expenses as Counsel to the Official Committee of Unsecured Creditors for the Period from January 1, 2025 through January 31, 2025* (this “Monthly Statement”).² Specifically, McDermott seeks (i) interim allowance of \$714,152.50 for the reasonable and necessary legal services that McDermott rendered to the Committee during the Fee Period; (ii) compensation in the amount of \$571,322.00, which is equal to 80% of the total amount of compensation sought for actual and necessary legal services rendered during the Fee Period (*i.e.*, \$714,152.50); and (iii) allowance and payment of \$3,790.07 for the actual and necessary expenses that McDermott incurred in connection with such services during the Fee Period.

² The period from January 1, 2025 through and including January 31, 2025 is referred to herein as the “Fee Period.”

Itemization of Services Rendered and Disbursements Incurred

1. Attached hereto as **Exhibit A** is a schedule of McDermott attorneys and paraprofessionals, who rendered services to the Committee in connection with these Chapter 11 Cases during the Fee Period, and the title, hourly rate, aggregate hours worked, and the amount of fees earned by each professional.

2. Attached hereto as **Exhibit B** is a schedule for the Fee Period setting forth the total amount of payment sought with respect to each category of expenses for which McDermott is seeking payment in this Monthly Statement. All of these disbursements comprise the requested sum for McDermott's out-of-pocket expenses, which total \$3,790.07.

3. Attached hereto as **Exhibit C** are the time and expense records of McDermott, which provide a daily summary of the time spent by each McDermott professional during the Fee Period as well as an itemization of expenses.

4. Attached hereto as **Exhibit D** is a schedule of the number of hours expended and fees incurred (on an aggregate basis) by McDermott attorneys and paraprofessionals during the Fee Period with respect to each of the project categories McDermott established in accordance with its internal billing procedures. As reflected in **Exhibit D**, McDermott incurred \$714,152.50 in fees during the Fee Period. Pursuant to this Monthly Statement, McDermott seeks reimbursement for 80% of such fees (\$571,322.00 in the aggregate).

Objections

5. In accordance with paragraph 1(b) and (c) of the Interim Compensation Order, any party wishing to object to this Monthly Statement shall, on or before April 29, 2025 at 11:59 p.m. (prevailing Central Time), serve via email a written notice upon the undersigned counsel and each of the Notice Parties (defined below) setting forth the precise nature of the objection and the amount at issue.

Notice

Pursuant to the Interim Compensation Order, this Monthly Statement has been served via email upon the following (collectively, the “Notice Parties”): (i) Rhodium Enterprises, Inc., Attn.: Charles Topping ((chucktopping@rhdm.com) and Morgan Soule (morgansoule@rhdm.com); (ii) Debtors’ Bankruptcy Counsel, c/o Quinn Emanuel Urquhart & Sullivan, LLP, Attn: Patricia B. Tomasco (pattytomasco@quinnemanuel.com); Razmig Izakelian (razmigizakelian@quinnemanuel.com), Alain Jaquet (alainjaquet@quinnemanuel.com), and Joanna D. Caytas (joannacaytas@quinnemanuel.com); (iii) Debtors’ Financial Advisor, c/o Province, Attn: Mark Robinson (mrobinson@provincefirm.com); David Dunn (ddunn@provincefirm.com); Kirsten Lee (klee@province.com); and Andrew Popescu (apopescu@provincefirm.com); (iv) Galaxy Digital, LLC, in its capacity as DIP Agent, c/o Orrick, Herrington & Sutcliffe LLP, Ryan C. Wooten (rwooten@orrick.com), and Robert Trust (rtrust@orrick.com), Mark Franke (mfranke@orrick.com) and Brandon Batzel (bbatzel@orrick.com); and (v) United States Trustee, Ha Minh Nguyen (ha.nguyen@usdoj.gov).

[Remainder of page intentionally left blank]

Dated: April 15, 2025
Dallas, Texas

MCDERMOTT WILL & EMERY LLP

/s/ Charles R. Gibbs

Charles R. Gibbs
Texas State Bar No. 7846300
Grayson Williams
Texas State Bar No. 24124561
2501 North Harwood Street, Suite 1900
Dallas, TX 75201-1664
Telephone: (214) 295-8000
Facsimile: (972) 232-3098
E-mail: crgibbs@mwe.com
gwilliams@mwe.com

- and -

Darren Azman (admitted *pro hac vice*)
Joseph Evans (admitted *pro hac vice*)
One Vanderbilt Avenue
New York, NY 10017-3852
Telephone: (212) 547-5400
Facsimile: (212) 547-5444
E-mail: dazman@mwe.com
jbevans@mwe.com

- and -

Gregg Steinman (admitted *pro hac vice*)
333 SE 2nd Avenue, Suite 4500
Miami, FL 33131-2184
Telephone: (305) 329-4473
Facsimile: (305) 503-8805
Email: gsteinman@mwe.com

*Counsel to the Official Committee of Unsecured
Creditors*

Exhibit A**Summary of Timekeepers Included in this Fee Statement**

Name of Professional Person	Position, Year Admitted and Area of Expertise	Total Hours Billed	Hourly Billing Rate	Total Compensation
PARTNERS & COUNSEL				
Charles R. Gibbs	Partner; Admitted in 1978; Restructuring & Insolvency	41.3	\$2,125.00	\$87,762.50
Jacob Hollinger	Partner; Admitted in 1999; Energy & Project Finance	2.5	\$1,825.00	\$4,562.50
Darren Azman	Partner; Admitted in 2011; Restructuring & Insolvency	19.5	\$1,760.00	\$34,320.00
Joseph Evans	Partner; Admitted in 2014; White Collar & Securities Defense	12.9	\$1,825.00	\$23,542.50
Gregg Steinman	Partner; Admitted in 2016; Restructuring & Insolvency	65.1	\$1,625.00	\$105,787.50
Kristine Suh	Counsel; Admitted in 1997; Corporate Advisory	19.6	\$1,535.00	\$30,086.00
ASSOCIATES				
Natalie Rowles	Associate; Admitted in 2018; Restructuring & Insolvency	48.0	\$1,445.00	\$69,360.00
Josh Yim	Associate; Admitted in 2020; Trial	6.7	\$1,395.00	\$9,346.50
Abby Bowe	Associate; Admitted in 2018; Trial	4.2	\$1,270.00	\$5,334.00
Alexis March	Associate; Admitted in 2021; Restructuring & Insolvency	56.7	\$1,270.00	\$72,009.00
Grayson Willlliams	Associate; Admitted in 2021; Restructuring & Insolvency	17.5	\$1,270.00	\$22,225.00
Daniel Kaltman	Associate; Admitted in 2023; Trial	60.9	\$1,145.00	\$69,730.50
Ari Mannan	Associate; Admitted in 2023; Corporate Advisory	1.1	\$1,020.00	\$1,122.00
Carson Masenthin	Associate; Admitted in 2023; Corporate Advisory	22.3	\$1,020.00	\$22,746.00
Matthew Gibson	Associate; Admitted in 2024; Trial	6.7	\$1,020.00	\$6,834.00
Jess Wisniewski	Associate; Admitted in 2024; Trial	17.1	\$1,020.00	\$17,442.00
Sam Slater	Associate; Admitted in 2024; Corporate Advisory	3.5	\$895.00	\$3,132.50
LAW CLERKS AND STAFF ATTORNEYS				
Avi Feinsod	Law Clerk; Admitted in N/A; Trial	49.4	\$895.00	\$44,213.00
Jack Kiehl	Law Clerk; Admitted in N/A; Trial	53.4	\$895.00	\$47,793.00
Brett Podell	Law Clerk; Admitted in N/A; Corporate Advisory	0.1	\$895.00	\$89.50
S. Ronen-van Heerden	Staff Attorney; Admitted in 2009 Trial	48.4	\$610.00	\$29,524.00

PARAPROFESSIONALS				
Daniel Northrop	Bankruptcy Specialist; Restructuring & Insolvency	4.2	\$820.00	\$3,444.00
Benjamin Casten	Discovery Consultant; McDermott Discovery	3.8	\$735.00	\$2,793.00
Jessica Hirshon	Paralegal; Corporate Advisory	0.4	\$620.00	\$248.00
M. McMillian	Senior Researcher; Research & Libraries	0.3	\$385.00	\$115.50
Fिताlesh Belayneh	Senior Litigation Technology Data Analyst; McDermott Discovery	2.0	\$295.00	\$590.00
TOTAL		567.6		\$714,152.50

Exhibit B**Expense Summary**

Category	Amount
Computer Assisted Research	\$1,723.52
eDiscovery Fees	\$939.60
Lien Searches	\$79.00
Transcripts	\$77.00
Travel Expenses	\$970.95
TOTAL	\$3,790.07

Exhibit C

Time and Expense Records



**McDermott
Will & Emery**

Invoice: 3995316
Client: 125749

03/31/2025

Rhodium Encore Creditors' Committee
Morris James
500 Delaware Avenue
Suite 1500
Wilmington, DE 19801

For Services Rendered in Connection with:

Matter: 0011 Rhodium Encore Official Creditors' Committee

Task / Date	Desc. / Name	Hours	Amount	Description
B110 01/06/25	Case Administration N. Rowles	0.20	289.00	Participate in conference with MWE restructuring team re case strategy matters (.1); correspondence with G. Steinman re same (.1).
B110 01/08/25	Case Administration D. Northrop	0.50	410.00	Communications with MWE team regarding new case dates and deadlines.
B110 01/13/25	Case Administration D. Northrop	0.30	246.00	Communications with MWE team regarding new case dates and deadlines.
B110 01/16/25	Case Administration J. Kiehl	0.30	268.50	Review recent court filings and correspondence with Quinn team in connection with Committee investigation.



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B110 01/24/25	Case Administration B. Casten	0.30	220.50	Customize the document repository permissions to add additional reviewers to the workspace.
B110 01/27/25	Case Administration C. Gibbs	1.10	2,337.50	Multiple correspondence with MWE team re case administrative matters.
B120 01/02/25	Asset Analysis and Recovery J. Kiehl	4.90	4,385.50	Review document production and create running list of key documents in connection with Committee investigation.
B120 01/02/25	Asset Analysis and Recovery J. Yim	3.20	4,464.00	Review special committee interview memos.
B120 01/02/25	Asset Analysis and Recovery A. March	0.80	1,016.00	Revise potential estate claims analysis.
B120 01/02/25	Asset Analysis and Recovery C. Gibbs	1.00	2,125.00	Review of multiple emails from MWE team re special committee investigation and discovery.



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B120 01/03/25	Asset Analysis and Recovery D. Kaltman	1.10	1,259.50	Revise task list for litigation tasks (.4); correspondence with A. Feinsod and J. Kiehl concerning document review (.4); correspondence with J. Wisniewski and M. Gibson concerning investigation memos (.3).
B120 01/03/25	Asset Analysis and Recovery J. Evans	0.50	912.50	Review correspondence concerning investigation (.2); correspondence concerning investigative strategy and next steps (.3).
B120 01/03/25	Asset Analysis and Recovery A. Feinsod	0.50	447.50	Review documents related to potential estate causes of action.
B120 01/03/25	Asset Analysis and Recovery J. Kiehl	0.10	89.50	Correspond with A. Feinsod re document production clarification in connection with Committee investigation.
B120 01/03/25	Asset Analysis and Recovery A. March	0.40	508.00	Revise potential estate claims analysis (.3); correspond with MWE team re same (.1).
B120 01/03/25	Asset Analysis and Recovery J. Wisniewski	0.60	612.00	Research and analyze case law for internal memo.



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B120 01/03/25	Asset Analysis and Recovery C. Gibbs	1.10	2,337.50	Review of multiple emails from MWE team re committee investigations.
B120 01/05/25	Asset Analysis and Recovery M. Gibson	0.20	204.00	Draft memorandum concerning fiduciary duties.
B120 01/06/25	Asset Analysis and Recovery B. Casten	0.50	367.50	Customize the document repository permissions to add additional reviewers to the document repository workspace.
B120 01/06/25	Asset Analysis and Recovery D. Kaltman	3.60	4,122.00	Correspondence with J. Evans concerning Special Committee (.5); compile hot document spreadsheet on Debtors and Riot productions (1.1); correspondence with J. Wisniewski and M. Gibbons concerning hot document spreadsheet (.2); review and draft summary memorandum concerning Special Committee presentation (.7); review and draft summary memorandum concerning Special Committee allegation outline (1.1).
B120 01/06/25	Asset Analysis and Recovery J. Kiehl	0.10	89.50	Correspond with Quinn team concerning Committee investigation.



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B120 01/06/25	Asset Analysis and Recovery C. Masenthin	0.40	408.00	Conference with D. Kaltman concerning claims against target.
B120 01/06/25	Asset Analysis and Recovery J. Evans	1.60	2,920.00	Correspondence concerning investigation (.3); review summary of special committee investigation (.4); phone conferences with D. Kaltman concerning strategy (.3); phone conference with D. Azman concerning investigative strategy (.3); correspondence concerning key documents (.3).
B120 01/06/25	Asset Analysis and Recovery C. Gibbs	0.50	1,062.50	Review of multiple emails from MWE team re Special Committee investigations.
B120 01/07/25	Asset Analysis and Recovery J. Yim	0.20	279.00	Call with D&O investigation team to discuss ongoing action items.
B120 01/07/25	Asset Analysis and Recovery C. Gibbs	0.90	1,912.50	Review of multiple emails from MWE team re investigation issues.



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B120 01/07/25	Asset Analysis and Recovery J. Wisniewski	3.60	3,672.00	Research and analyze case law for updated team memo.
B120 01/07/25	Asset Analysis and Recovery J. Wisniewski	0.30	306.00	Confer with MWE team to discuss hot docs and updated memo.
B120 01/07/25	Asset Analysis and Recovery C. Masenthin	1.90	1,938.00	Conference with MWE concerning claims against target (.5); analyze documents concerning the same (1.1); research and analyze fiduciary duties (.4).
B120 01/07/25	Asset Analysis and Recovery J. Evans	1.50	2,737.50	Revise submission to special committee (.5); emails with special committee (.3); meeting concerning investigation and strategy (.4); correspondence concerning D&O liability issues (.3).
B120 01/07/25	Asset Analysis and Recovery M. Gibson	0.60	612.00	Draft memorandum concerning fiduciary duties.
B120 01/07/25	Asset Analysis and Recovery M. Gibson	0.20	204.00	Confer with D. Kaltman and J. Wisniewski regarding investigation strategy.



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B120 01/07/25	Asset Analysis and Recovery D. Kaltman	1.20	1,374.00	Draft Special Committee written agreement for discovery (.7); conference with MWE Team concerning investigation (.3); revise investigation task list (.2).
B120 01/07/25	Asset Analysis and Recovery A. Feinsod	0.10	89.50	Conference with D. Kaltman and others on the team to review progress and coordinate next steps.
B120 01/07/25	Asset Analysis and Recovery J. Kiehl	0.50	447.50	Review draft memorandum on case law in connection with Committee investigation.
B120 01/07/25	Asset Analysis and Recovery J. Kiehl	0.40	358.00	Confer with D. Kaltman, A. Feinsod, J. Yim, J. Wisniewski and M. Gibson re case status and upcoming projects.
B120 01/08/25	Asset Analysis and Recovery A. Feinsod	4.00	3,580.00	Conference with D. Kaltman and J. Hollinger reviewing and discussing potential claims (.5); document review (3.5).
B120 01/08/25	Asset Analysis and Recovery C. Gibbs	0.60	1,275.00	Review of emails re special committee investigation.



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B120 01/08/25	Asset Analysis and Recovery J. Kiehl	5.50	4,922.50	Review document production for responsiveness in connection with Committee investigation.
B120 01/08/25	Asset Analysis and Recovery C. Masenthin	2.20	2,244.00	Analyze documents relating to claims against target.
B120 01/08/25	Asset Analysis and Recovery D. Kaltman	0.30	343.50	Correspondence with A. Feinsod and J. Kiehl concerning document review of Debtors' productions.
B120 01/09/25	Asset Analysis and Recovery J. Kiehl	3.60	3,222.00	Review document production to flag key documents and responsiveness in connection with Committee investigation.
B120 01/09/25	Asset Analysis and Recovery A. Feinsod	5.70	5,101.50	Document review of Debtors production concerning potential estate causes of action.
B120 01/09/25	Asset Analysis and Recovery C. Masenthin	2.70	2,754.00	Analyze documents concerning claims against targets (2.4); analyze filed motions related to same (.3).



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B120 01/10/25	Asset Analysis and Recovery B. Casten	0.50	367.50	Export select documents as PDFs from the repository as requested by the case team.
B120 01/10/25	Asset Analysis and Recovery D. Kaltman	0.60	687.00	Correspondence with J. Kiehl and A. Feinsod concerning document review of various productions (.4); revise MWE Team task list (.2).
B120 01/10/25	Asset Analysis and Recovery A. Feinsod	5.10	4,564.50	Document review of Debtors production concerning insider communications.
B120 01/10/25	Asset Analysis and Recovery J. Evans	0.60	1,095.00	Correspondence with special committee (.3); correspondence concerning active litigation (.3).
B120 01/10/25	Asset Analysis and Recovery J. Kiehl	1.60	1,432.00	Review document production for responsiveness in connection with Committee investigation.
B120 01/10/25	Asset Analysis and Recovery C. Masenthin	1.30	1,326.00	Analyze documents concerning directors and officers claims.



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B120 01/11/25	Asset Analysis and Recovery A. Feinsod	0.30	268.50	Document review of Debtors production concerning insider communications.
B120 01/12/25	Asset Analysis and Recovery J. Kiehl	2.70	2,416.50	Review document production for responsiveness in connection with Committee investigation.
B120 01/12/25	Asset Analysis and Recovery A. Feinsod	1.20	1,074.00	Document review of Debtors production concerning insider communications.
B120 01/13/25	Asset Analysis and Recovery J. Kiehl	4.70	4,206.50	Review document production for responsiveness in connection with Committee investigation.
B120 01/13/25	Asset Analysis and Recovery J. Evans	1.10	2,007.50	Meeting with opposing counsel (.5); meeting with D. Kaltman concerning investigation and strategy (.3); correspondence concerning litigation status (.3).
B120 01/13/25	Asset Analysis and Recovery C. Masenthin	0.70	714.00	Analyze documents concerning fiduciary duty claims.



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B120 01/13/25	Asset Analysis and Recovery D. Kaltman	0.30	343.50	Correspondence with MWE team concerning investigation updates.
B120 01/14/25	Asset Analysis and Recovery D. Kaltman	0.10	114.50	Correspondence with counsel for the Special Committee.
B120 01/14/25	Asset Analysis and Recovery J. Evans	0.50	912.50	Correspondence concerning document review (.2); emails with special committee concerning investigation and discovery issues (.3).
B120 01/14/25	Asset Analysis and Recovery S. Slater	1.70	1,521.50	Draft schedule of 2024 loan documents and credit parties.
B120 01/14/25	Asset Analysis and Recovery J. Kiehl	3.50	3,132.50	Revise document production for responsiveness in connection with Committee investigation. (3.0); compile relevant documents to cite in deck for client presentation (.5).
B120 01/14/25	Asset Analysis and Recovery C. Masenthin	4.60	4,692.00	Review and analyze debtor filings (.8); conference with UCC advisors concerning same (.3); analyze documents concerning target claims (3.5).



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B120 01/14/25	Asset Analysis and Recovery K. Suh	4.50	6,907.50	Review 2021 Notes and related security documents (3.5); preparation of lien perfection analysis memo re 2021 Notes by Rhodium Encore LLC (1.2).
B120 01/15/25	Asset Analysis and Recovery M. Gibson	0.30	306.00	Confer with D. Kaltman, J. Wisniewski, and C. Masenthin on investigation strategy.
B120 01/15/25	Asset Analysis and Recovery D. Kaltman	0.30	343.50	Conference with C. Masenthin, J. Wisniewski, and M. Gibbon concerning investigation memo.
B120 01/15/25	Asset Analysis and Recovery A. Feinsod	0.70	626.50	Document review of Debtors' production to consider potential estate causes of action.
B120 01/15/25	Asset Analysis and Recovery J. Kiehl	1.30	1,163.50	Review document production for responsiveness in connection with Committee investigation.
B120 01/15/25	Asset Analysis and Recovery S. Slater	1.80	1,611.00	Draft schedule of creditors and loan documents.



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B120 01/15/25	Asset Analysis and Recovery J. Wisniewski	0.70	714.00	Confer with MWE team to discuss progress of memo re: investigative findings.
B120 01/15/25	Asset Analysis and Recovery J. Hirshon	0.10	62.00	Email correspondence with K. Wartner of CT Corporation re state level lien searches with respect to Imperium Investments Holdings LLC.
B120 01/15/25	Asset Analysis and Recovery C. Masenthin	5.00	5,100.00	Research and analyze claims against target (1.3); analyze documents concerning claims against the same (2.7); analyze litigation regarding the same (.7); conference with D. Kaltman concerning the same (.1); conference with J. Wisniewski, M. Gibson and D. Kaltman concerning the same (.2).
B120 01/15/25	Asset Analysis and Recovery K. Suh	4.20	6,447.00	Review 2022 Notes and related security documents (2.2); preparation of lien perfection analysis memo re 2022 Notes by Rhodium Technologies LLC (2.0).
B120 01/16/25	Asset Analysis and Recovery A. Feinsod	0.20	179.00	Document review of Debtors' production to consider potential estate causes of action.



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B120 01/16/25	Asset Analysis and Recovery D. Kaltman	0.50	572.50	Document review of private placement memorandums.
B120 01/16/25	Asset Analysis and Recovery J. Hirshon	0.30	186.00	Research jurisdiction of formation with respect to Imperium Investments Holdings LLC (.2); email correspondence with K. Wartner of CT Corporation re state level lien searches and certified organizational documents (.1).
B120 01/16/25	Asset Analysis and Recovery G. Steinman	1.70	2,762.50	Review of issues with notes/warrants (1.5); email correspondence with D. Kaltman and C. Masenthin re same (.2).
B120 01/16/25	Asset Analysis and Recovery C. Masenthin	1.30	1,326.00	Analyze investor documents (.7); identify targets for document requests (.6).
B120 01/16/25	Asset Analysis and Recovery K. Suh	5.40	8,289.00	Review 2024 Notes and related security documents (3.2); preparation of lien perfection analysis memo re 2021 Notes by Rhodium Technologies LLC (2.2).
B120 01/17/25	Asset Analysis and Recovery D. Kaltman	0.70	801.50	Analyze newly uploaded interview memorandum from Special Committee.



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B120 01/17/25	Asset Analysis and Recovery A. Feinsod	0.20	179.00	Document review of Debtors production related to potential estate causes of action.
B120 01/17/25	Asset Analysis and Recovery J. Kiehl	5.00	4,475.00	Review document production for responsiveness and flag key documents in connection with Committee investigation.
B120 01/17/25	Asset Analysis and Recovery C. Masenthin	0.30	306.00	Analyze targets for document requests.
B120 01/17/25	Asset Analysis and Recovery J. Evans	0.50	912.50	Phone conference concerning strategy (.3); correspondence with Special Committee (.2).
B120 01/17/25	Asset Analysis and Recovery K. Suh	5.50	8,442.50	Continue preparation of lien perfection analysis memo re 2024 Notes by Rhodium Technologies LLC (3.1); revise lien perfection analysis memo re 2021 Notes by Rhodium Encore LLC (1.3); revise lien perfection analysis memo re 2022 Notes by Rhodium Technologies LLC (1.1).



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B120 01/18/25	Asset Analysis and Recovery D. Kaltman	3.90	4,465.50	Draft outline for call with Special Committee and Ad Hoc Group of SAFE Holders.
B120 01/18/25	Asset Analysis and Recovery M. Gibson	0.30	306.00	Revise memo regarding investigative leads.
B120 01/18/25	Asset Analysis and Recovery A. Feinsod	2.40	2,148.00	Document review of Debtors production concerning roll up transaction and other matters.
B120 01/18/25	Asset Analysis and Recovery J. Kiehl	3.60	3,222.00	Prepare deck for J. Evans ahead of meeting with Special Committee.
B120 01/19/25	Asset Analysis and Recovery D. Kaltman	1.50	1,717.50	Revise outline for SC and SAFE AHG call.
B120 01/19/25	Asset Analysis and Recovery C. Gibbs	0.90	1,912.50	Multiple correspondence with MWE team re special committee investigation discovery issues and memo summarizing claims being investigated.



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B120 01/19/25	Asset Analysis and Recovery J. Wisniewski	3.00	3,060.00	Research and analyze hot docs and incorporate into internal memo.
B120 01/20/25	Asset Analysis and Recovery J. Kiehl	0.40	358.00	Review document production for responsiveness in connection with Committee investigation.
B120 01/20/25	Asset Analysis and Recovery C. Gibbs	1.90	4,037.50	Review of memo re claims being investigated (.3); conference with co-counsel re preparation for meeting and conference (.5); telephone conference with counsel for Special Committee and SAFE investors (.8); follow-up conference with co-counsel (.3).
B120 01/20/25	Asset Analysis and Recovery J. Evans	1.00	1,825.00	Phone conferences with Chuck Gibbs concerning strategy (.5); emails with special committee (.3); correspondence with Dan Kaltman concerning investigation (.2).
B120 01/20/25	Asset Analysis and Recovery J. Wisniewski	0.40	408.00	Draft internal memo re: investigative claims.



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B120 01/21/25	Asset Analysis and Recovery B. Casten	2.00	1,470.00	Coordinate the transfer, extraction, processing, and loading of received production REI-SC001 into the document repository for review (1.0); coordinate the transfer, extraction, processing, and loading of received production REI-SC002 into the document repository for review (.8); generate custom document review batches in the document repository (.2).
B120 01/21/25	Asset Analysis and Recovery C. Gibbs	1.00	2,125.00	Multiple correspondence with MWE team re Special Committee investigation issues (.7); conference with co-counsel re same (.3).
B120 01/21/25	Asset Analysis and Recovery A. Feinsod	0.70	626.50	Document review of Debtors production concerning internal communications (.5); conference with D. Kaltman, J. Kiehl, and J. Yim discussing review protocol and next steps (.2)
B120 01/21/25	Asset Analysis and Recovery F. Belayneh	2.00	590.00	Import production data and load into the review platform (1.1); conduct QC on data to ensure file count is correct and all text, natives and images are present and all field populated appropriately (.9).
B120 01/21/25	Asset Analysis and Recovery D. Kaltman	2.50	2,862.50	Correspondence with B. Casten and Debtors concerning document production (.5); conference with MWE Team and GCP Team concerning financing updates and litigation updates (.5); research and



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
				document review concerning energy costs (.6); draft email to J. Evans concerning Special Committee interviews (.6); correspondence with J. Wisniewski and M. Gibbons concerning D&O investigation (.3).
B120 01/21/25	Asset Analysis and Recovery J. Evans	0.50	912.50	Correspondence concerning investigation.
B120 01/21/25	Asset Analysis and Recovery J. Kiehl	4.00	3,580.00	Review document production for responsiveness in connection with Committee investigation.
B120 01/21/25	Asset Analysis and Recovery J. Wisniewski	7.30	7,446.00	Research (3.4) and draft (4.1) internal memo addressing various potential causes of action.
B120 01/21/25	Asset Analysis and Recovery M. Gibson	0.90	918.00	Research related to director duties related to potential estate causes of action.
B120 01/21/25	Asset Analysis and Recovery M. Gibson	1.30	1,326.00	Analyze documents to support memorandum on breaches of fiduciary duties.



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B120 01/21/25	Asset Analysis and Recovery M. Gibson	1.10	1,122.00	Analyze filing docket and complaints in relevant shareholder litigations.
B120 01/21/25	Asset Analysis and Recovery M. Gibson	0.80	816.00	Revise memorandum concerning fiduciary duties.
B120 01/21/25	Asset Analysis and Recovery J. Yim	0.30	418.50	Call with financial advisors to discuss matter updates and ongoing action items.
B120 01/21/25	Asset Analysis and Recovery C. Masenthin	0.70	714.00	Conference with committee advisors concerning diligence of debtor assets (.3); analyze summary of debtor assets (.2); analyze documents concerning energy costs (.2).
B120 01/22/25	Asset Analysis and Recovery D. Kaltman	2.10	2,404.50	Document review of Special Committee productions (1.0); revise draft email to Special Committee concerning interviews (.6); correspondence with J. Kiehl and A. Feinsod concerning document review and interviews (.2); correspondence with J. Evans concerning 2004 strategy (.3).



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B120 01/22/25	Asset Analysis and Recovery A. Feinsod	2.50	2,237.50	Document review of Special Committee's production concerning Debtor's internal communications (2); draft memo re findings from doc production (.5).
B120 01/22/25	Asset Analysis and Recovery J. Kiehl	2.50	2,237.50	Review document production for responsiveness in connection with Committee investigation.
B120 01/22/25	Asset Analysis and Recovery C. Gibbs	1.00	2,125.00	Multiple correspondence with MWE team re Special Committee investigation issues.
B120 01/22/25	Asset Analysis and Recovery J. Evans	1.90	3,467.50	Correspondence concerning investigation and strategy (.5); draft correspondence to Special Committee concerning investigation (.5); emails concerning Special Committee strategy (.3); correspondence concerning document review (.3); correspondence concerning liability research issues (.3).
B120 01/23/25	Asset Analysis and Recovery D. Kaltman	4.20	4,809.00	Draft 2004 Notice and 2004 Requests 3.5); correspondence with J. Kiehl and A. Feinsod concerning document review of Special Committee productions (.3); revise interview outline (.4).



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B120 01/23/25	Asset Analysis and Recovery A. Feinsod	2.90	2,595.50	Document review of Special Committee's production concerning communications (1.8); draft memo summarizing discovery findings (1.1)
B120 01/23/25	Asset Analysis and Recovery M. Gibson	0.20	204.00	Analyze correspondence related to Committee investigation.
B120 01/23/25	Asset Analysis and Recovery J. Kiehl	0.30	268.50	Review document production for responsiveness in connection with Committee investigation.
B120 01/24/25	Asset Analysis and Recovery D. Kaltman	2.60	2,977.00	Document review of Special Committee productions (2.0); draft letter to Special Committee concerning interviews (.4); correspondence with J. Evans concerning letter to Special Committee concerning interviews (.2).
B120 01/24/25	Asset Analysis and Recovery A. Feinsod	2.90	2,595.50	Document review of Special Committee's production concerning insider communications.



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B120 01/24/25	Asset Analysis and Recovery J. Kiehl	3.40	3,043.00	Review document production for responsiveness in connection with Committee investigation (2.8); conference with S. Ronen-Van Heerden re document review onboarding (.6).
B120 01/24/25	Asset Analysis and Recovery J. Kiehl	1.70	1,521.50	Correspond with Special Committee team re insider interviews in connection with Committee investigation.
B120 01/24/25	Asset Analysis and Recovery S. Ronen-van Heerden	7.80	4,758.00	Conference with J. Kiehl concerning document review (.6); review special committee documents concerning target issues and key communications (7.2)
B120 01/26/25	Asset Analysis and Recovery A. Feinsod	0.70	626.50	Document review of Special Committee's production concerning insider communications.
B120 01/26/25	Asset Analysis and Recovery C. Gibbs	0.50	1,062.50	Multiple correspondence with MWE team re special committee investigation.
B120 01/27/25	Asset Analysis and Recovery B. Casten	0.50	367.50	Customize the document repository workspace to add additional reviewers to the matter.



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B120 01/27/25	Asset Analysis and Recovery D. Kaltman	4.20	4,809.00	Document review of Special Committee production (3.9); correspondence with MWE team concerning document review of Special Committee production (.3).
B120 01/27/25	Asset Analysis and Recovery A. Feinsod	2.70	2,416.50	Document review of Special Committee's production concerning insider communications and corporate documents.
B120 01/27/25	Asset Analysis and Recovery J. Kiehl	2.70	2,416.50	Review document production for responsiveness in connection with Committee investigation.
B120 01/27/25	Asset Analysis and Recovery S. Ronen-van Heerden	8.10	4,941.00	Review special committee documents concerning target issues and key communications.
B120 01/28/25	Asset Analysis and Recovery J. Yim	0.50	697.50	Conference with financial advisor to discuss ongoing action items.
B120 01/28/25	Asset Analysis and Recovery A. Feinsod	3.70	3,311.50	Document review of Special Committee production concerning insider communications, corporate documents, tax filings, and other issues.



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B120 01/28/25	Asset Analysis and Recovery S. Ronen-van Heerden	8.20	5,002.00	Review special committee documents concerning target issues and key communications.
B120 01/29/25	Asset Analysis and Recovery D. Kaltman	6.70	7,671.50	Document review of Special Committee productions (6.5); correspondence with MWE Team concerning document review procedures (.2).
B120 01/29/25	Asset Analysis and Recovery A. Feinsod	1.30	1,163.50	Document review of Special Committee production concerning insider communications and communications to investors.
B120 01/29/25	Asset Analysis and Recovery S. Ronen-van Heerden	7.90	4,819.00	Review special committee documents concerning target issues and key communications.
B120 01/30/25	Asset Analysis and Recovery D. Kaltman	2.20	2,519.00	Document review of Special Committee productions (2.0); draft letter to Special Committee concerning interviews (.2).
B120 01/30/25	Asset Analysis and Recovery A. Feinsod	1.80	1,611.00	Document review of Special Committee production concerning insider communications and communications with investors.



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B120 01/30/25	Asset Analysis and Recovery S. Ronen-van Heerden	8.30	5,063.00	Review Special Committee documents concerning target issues and key communications.
B120 01/30/25	Asset Analysis and Recovery J. Kiehl	0.20	179.00	Edit draft correspondence with opposing counsel (.1); review hot document from discovery production in connection with Committee investigation. (.1).
B120 01/30/25	Asset Analysis and Recovery C. Gibbs	0.80	1,700.00	Multiple correspondence with MWE team re special Committee investigation.
B120 01/31/25	Asset Analysis and Recovery S. Ronen-van Heerden	8.10	4,941.00	Review special committee documents concerning target issues and key communications.
B120 01/31/25	Asset Analysis and Recovery D. Kaltman	2.10	2,404.50	Correspondence with GCP Team concerning investigation issues (.5); review term sheets (.5); document review of Special Committee productions (.8); correspondence with MWE Team concerning document review of Special Committee productions (.3).



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B120 01/31/25	Asset Analysis and Recovery J. Kiehl	0.20	179.00	Review document production for responsiveness in connection with Committee investigation.
B120 01/31/25	Asset Analysis and Recovery J. Yim	1.20	1,674.00	Review hot documents related to insiders.
B120 01/31/25	Asset Analysis and Recovery A. Feinsod	4.80	4,296.00	Document review of Special Committee's production concerning internal communications and other investigation items.
B120 01/31/25	Asset Analysis and Recovery A. Feinsod	0.30	268.50	Document review of Special Committee's production concerning internal communications.
B130 01/07/25	Asset Disposition G. Steinman	0.80	1,300.00	Review of sale motion (.6); email correspondence with D. Azman re same (.2).
B150 01/02/25	Mtgs/Communications w/Creditor D. Kaltman	0.30	343.50	Correspondence with Committee concerning upcoming meetings.



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B150 01/02/25	Mtgs/Communications w/Creditor G. Steinman	0.80	1,300.00	Review of updated information re UCC meeting (.3); prepare for same (.5).
B150 01/02/25	Mtgs/Communications w/Creditor G. Williams	0.40	508.00	Multiple correspondence with GCP team concerning liquidity update.
B150 01/02/25	Mtgs/Communications w/Creditor J. Yim	0.50	697.50	Correspondence with J. Evans concerning UCC presentation.
B150 01/03/25	Mtgs/Communications w/Creditor J. Evans	0.80	1,460.00	Prepare for UCC presentation (.2); attend UCC presentation (.6).
B150 01/03/25	Mtgs/Communications w/Creditor D. Kaltman	0.90	1,030.50	Conference with J. Evans concerning preparation for Committee Meeting (.3); participate in Committee Meeting (.6).
B150 01/03/25	Mtgs/Communications w/Creditor N. Rowles	0.60	867.00	Participate in Committee meeting.



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B150 01/03/25	Mtgs/Communications w/Creditor A. Mannan	0.60	612.00	Conference with Committee for update meeting.
B150 01/03/25	Mtgs/Communications w/Creditor G. Steinman	0.90	1,462.50	Attend UCC meeting (.6); review of materials from same (.1); email correspondence with Debtors re UCC requests (.2).
B150 01/03/25	Mtgs/Communications w/Creditor G. Williams	1.20	1,524.00	Draft Committee meeting agenda (.2); revise Committee meeting minutes (.8); multiple correspondence with MWE team concerning same (.2).
B150 01/03/25	Mtgs/Communications w/Creditor C. Gibbs	0.60	1,275.00	Attendance on UCC weekly call.
B150 01/05/25	Mtgs/Communications w/Creditor N. Rowles	0.50	722.50	Revise December 18 Committee meeting minutes.
B150 01/05/25	Mtgs/Communications w/Creditor G. Williams	0.40	508.00	Analyze issues relating to Committee confidentiality.



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B150 01/06/25	Mtgs/Communications w/Creditor G. Williams	2.00	2,540.00	Draft Committee meeting minutes.
B150 01/07/25	Mtgs/Communications w/Creditor M. Gibson	0.20	204.00	Analyze UCC presentation deck for litigation updates.
B150 01/07/25	Mtgs/Communications w/Creditor A. Mannan	0.50	510.00	Conference with McDermott and Genesis teams re: case strategy in preparation for Committee meeting.
B150 01/07/25	Mtgs/Communications w/Creditor D. Kaltman	1.20	1,374.00	Draft UCC slides (1.0); correspondence with N. Rowles concerning UCC slides (.2).
B150 01/07/25	Mtgs/Communications w/Creditor N. Rowles	1.30	1,878.50	Participate in call with MWE and GCP teams in preparation for Jan. 8 Committee meeting (.5); revise minutes from Jan. 3 Committee meeting (.6); correspondence with G. Williams re same (.2).
B150 01/07/25	Mtgs/Communications w/Creditor D. Azman	0.60	1,056.00	Attend weekly professionals call.



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B150 01/08/25	Mtgs/Communications w/Creditor G. Williams	1.00	1,270.00	Prepare for and participate in January 5, 2025 Committee meeting.
B150 01/08/25	Mtgs/Communications w/Creditor D. Kaltman	0.30	343.50	Correspondence with MWE Team concerning UCC meeting, agenda, and presentation deck.
B150 01/08/25	Mtgs/Communications w/Creditor D. Azman	0.80	1,408.00	Prepare for weekly UCC call (.5); attend same (.3).
B150 01/08/25	Mtgs/Communications w/Creditor J. Evans	1.00	1,825.00	Prepare for meeting with UCC (.5); correspondence with Dan Kaltman concerning investigation (.2); attend meeting with UCC (.3).
B150 01/08/25	Mtgs/Communications w/Creditor G. Steinman	1.20	1,950.00	Prepare for (.2) and attend (.3) UCC meeting; review of minutes from prior meetings (.5); review of presentation (.2).
B150 01/08/25	Mtgs/Communications w/Creditor N. Rowles	1.30	1,878.50	Participate in Committee meeting (.3); revise A. March draft email to Committee regarding recent docket filings and other case updates (.7); review recent pleadings in connection with same (.3).



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B150 01/14/25	Mtgs/Communications w/Creditor D. Kaltman	2.20	2,519.00	Draft UCC deck on investigations and litigation updates (1.7); correspondence with J. Evans concerning UCC deck (.5).
B150 01/14/25	Mtgs/Communications w/Creditor J. Evans	0.60	1,095.00	Prepare for meeting with UCC (.4); correspondence with Dan Kaltman concerning meeting with UCC (.2).
B150 01/14/25	Mtgs/Communications w/Creditor G. Steinman	2.30	3,737.50	Attend UCC meeting prep call with GCP (.3); revise UCC meeting presentation (1.2); multiple email correspondence with N. Rowles re same (.3); review and revise UCC meeting minutes (.5).
B150 01/14/25	Mtgs/Communications w/Creditor J. Yim	0.30	418.50	Call with financial advisors to discuss ongoing action items.
B150 01/14/25	Mtgs/Communications w/Creditor D. Azman	1.50	2,640.00	Prepare for weekly UCC call.
B150 01/14/25	Mtgs/Communications w/Creditor N. Rowles	6.20	8,959.00	Draft Committee presentation regarding plan (3.4); revise same in accordance with comments from G. Steinman (1.9); multiple correspondence with D. Kaltman re same (.3); revise minutes from Jan. 9 Committee meeting (.5); call with



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
				MWE and GCP teams in preparation for Jan. 15 Committee meeting (.3).
B150 01/14/25	Mtgs/Communications w/Creditor G. Williams	1.00	1,270.00	Prepare for (.7) and participate in (.3) all-professionals call.
B150 01/14/25	Mtgs/Communications w/Creditor A. Feinsod	0.20	179.00	Prepare materials for UCC presentation.
B150 01/14/25	Mtgs/Communications w/Creditor C. Gibbs	0.50	1,062.50	Prepare for (.2) and attend (.3) weekly UCC professionals call.
B150 01/15/25	Mtgs/Communications w/Creditor J. Evans	0.80	1,460.00	Prepare for meeting with UCC (.3); attend meeting with UCC (.5) (partial).
B150 01/15/25	Mtgs/Communications w/Creditor G. Williams	1.70	2,159.00	Prepare for (.1) and participate in (1.0) January 15, 2025 Committee meeting; draft minutes concerning same (.6).



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B150 01/15/25	Mtgs/Communications w/Creditor C. Gibbs	0.80	1,700.00	Multiple correspondence with MWE team re presentation to Committee regarding Plan.
B150 01/15/25	Mtgs/Communications w/Creditor N. Rowles	1.40	2,023.00	Revise Committee presentation in preparation for meeting (.2); correspondence with D. Kaltman re same (.1); correspondence with G. Williams re same (.1); participate in Committee meeting (1.0).
B150 01/15/25	Mtgs/Communications w/Creditor G. Steinman	2.20	3,575.00	Revise UCC meeting materials (.6); call with D. Azman re same (.4); prepare for (.2) and attend (1.0) UCC meeting.
B150 01/15/25	Mtgs/Communications w/Creditor D. Azman	1.70	2,992.00	Prepare for weekly UCC call (.7); attend same (1.0).
B150 01/15/25	Mtgs/Communications w/Creditor D. Kaltman	0.20	229.00	Correspondence with N. Rowles and J. Evans concerning UCC deck.
B150 01/15/25	Mtgs/Communications w/Creditor C. Gibbs	0.60	1,275.00	Participate in weekly UCC call (partial).



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B150 01/21/25	Mtgs/Communications w/Creditor G. Williams	1.00	1,270.00	Prepare for (.7) and participate in (.3) weekly all-professionals meeting.
B150 01/21/25	Mtgs/Communications w/Creditor N. Rowles	1.20	1,734.00	Participate in professionals call regarding case strategy matters in preparation for weekly Committee meeting (.3); revise minutes from January 15 Committee meeting (.9).
B150 01/21/25	Mtgs/Communications w/Creditor C. Gibbs	0.50	1,062.50	Prepare for (.2) and participate in (.3) weekly UCC professionals call.
B150 01/23/25	Mtgs/Communications w/Creditor G. Steinman	0.20	325.00	Email correspondence with UCC re plan questions.
B150 01/24/25	Mtgs/Communications w/Creditor A. March	2.60	3,302.00	Draft presentation re take-back notes (2.2); correspond with MWE team re same (.4).
B150 01/24/25	Mtgs/Communications w/Creditor G. Steinman	1.50	2,437.50	Review of presentation for UCC re plan issues and research.



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B150 01/25/25	Mtgs/Communications w/Creditor N. Rowles	1.90	2,745.50	Review GCP presentation and other analyses of issues related to Take-Back Notes.
B150 01/26/25	Mtgs/Communications w/Creditor N. Rowles	0.70	1,011.50	Revise A. March presentation to Committee regarding Take-Back Notes contemplated under chapter 11 plan.
B150 01/27/25	Mtgs/Communications w/Creditor G. Steinman	1.60	2,600.00	Review and revise UCC materials re plan issues and research (1.2); multiple email correspondence with N. Rowles and D. Kaltman re same (.4).
B150 01/27/25	Mtgs/Communications w/Creditor N. Rowles	5.60	8,092.00	Revise Committee presentation related to plan issues (3.1); revise same in accordance with G. Steinman comments (.8); research related to same (1.7).
B150 01/28/25	Mtgs/Communications w/Creditor D. Kaltman	2.60	2,977.00	Draft UCC deck concerning investigation updates (1.6); conference with G. Steinman, A. March, and N. Rowles concerning UCC deck (.5); conference with MWE Team and GCP Team concerning case updates (.5).
B150 01/28/25	Mtgs/Communications w/Creditor G. Steinman	1.80	2,925.00	Revise UCC meeting presentation (.5); email correspondence with D. Azman re same (.2); meeting with D. Kaltman re same (.3); prepare for and attend call with GCP in preparation of same (.7); email



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
				correspondence with UCC re meeting (.1).
B150 01/28/25	Mtgs/Communications w/Creditor J. Kiehl	0.10	89.50	Review deck for UCC presentation to incorporate recent findings from document review in connection with Committee investigation.
B150 01/28/25	Mtgs/Communications w/Creditor C. Gibbs	0.40	850.00	Review of materials for UCC weekly meeting.
B150 01/28/25	Mtgs/Communications w/Creditor D. Azman	1.50	2,640.00	Prepare for weekly UCC call.
B150 01/28/25	Mtgs/Communications w/Creditor N. Rowles	1.10	1,589.50	Correspondence with G. Steinman and D. Azman re Committee presentation (.2); teleconference with G. Steinman, A. March, and D. Kaltman re same and plan matters (.4); teleconference with MWE and GCP teams regarding January 29, 2025 Committee meeting (.5).



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B150 01/28/25	Mtgs/Communications w/Creditor C. Masenthin	0.50	510.00	Conference with UCC advisors concerning open tasks.
B150 01/28/25	Mtgs/Communications w/Creditor G. Williams	1.00	1,270.00	Prepare for and attend weekly all- professionals call.
B150 01/29/25	Mtgs/Communications w/Creditor G. Williams	1.00	1,270.00	Prepare for (.2) and participate in (.8) Committee meeting.
B150 01/29/25	Mtgs/Communications w/Creditor G. Williams	1.00	1,270.00	Draft Committee meeting minutes.
B150 01/29/25	Mtgs/Communications w/Creditor C. Gibbs	1.00	2,125.00	Prepare for (.2) and attend (.8) weekly UCC call.
B150 01/29/25	Mtgs/Communications w/Creditor J. Kiehl	0.10	89.50	Review deck summarizing recent case updates for UCC.



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B150 01/29/25	Mtgs/Communications w/Creditor N. Rowles	0.80	1,156.00	Participate in weekly Committee call.
B150 01/29/25	Mtgs/Communications w/Creditor C. Gibbs	1.20	2,550.00	Multiple correspondence with MWE team re 1/29 Committee meeting and related issues.
B150 01/29/25	Mtgs/Communications w/Creditor D. Azman	3.10	5,456.00	Prepare for weekly UCC call (2.3); attend same (.8).
B150 01/29/25	Mtgs/Communications w/Creditor G. Steinman	1.00	1,625.00	Prepare for (.2) and attend (.8) UCC meeting.
B150 01/29/25	Mtgs/Communications w/Creditor C. Masenthin	0.50	510.00	Prepare for (.1) and attend (.4) (partial) UCC meeting.
B155 01/10/25	Court Hearings D. Northrop	0.10	82.00	Begin assembling pleadings, court filings, and other materials for C. Gibbs for emergency status conference to be held on 1/13/2025, and e-mail correspondence with C. Gibbs regarding same.



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B155 01/11/25	Court Hearings D. Northrop	0.70	574.00	Assemble pleadings, court filings, and other materials for C. Gibbs for emergency status conference to be held on 1/13/2025.
B155 01/13/25	Court Hearings G. Steinman	0.90	1,462.50	Attend status conference re Whinstone litigation (.7); debrief call with D. Azman re same (.2).
B155 01/13/25	Court Hearings C. Gibbs	1.10	2,337.50	Review of multiple emails with MWE team re upcoming hearing issues and related filings.
B155 01/13/25	Court Hearings D. Northrop	0.20	164.00	Enter electronic hearing appearance for C. Gibbs for 1/13/2025 emergency status conference to address scope and scheduling of the Phase 2 hearing on Debtors' motion to assume certain executory contracts with Whinstone US, Inc. (.1); review courtroom minutes for 1/13/2025 emergency status conference and e-mail correspondence with G. Williams regarding obtaining transcript of 1/13/2025 emergency status conference (.1).



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B155 01/13/25	Court Hearings D. Kaltman	0.50	572.50	Attend hearing concerning Phase 2 trial (partial).
B155 01/13/25	Court Hearings D. Azman	0.60	1,056.00	Attend 1/13 hearing (partial).
B155 01/13/25	Court Hearings C. Gibbs	0.70	1,487.50	Prepare for (.6) and attendance at (.7) status conference re Whinstone dispute.
B155 01/13/25	Court Hearings A. March	0.20	254.00	Attend status conference on Debtors' Motion to Assume (partial).
B155 01/14/25	Court Hearings D. Azman	0.60	1,056.00	Attend status conference.
B155 01/23/25	Court Hearings C. Gibbs	0.40	850.00	Multiple correspondence with MWE team re upcoming status conference.



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B155 01/24/25	Court Hearings G. Steinman	1.20	1,950.00	Prepare for (.4) and attend (.6) status conference; email correspondence with C. Gibbs re same (.2).
B155 01/24/25	Court Hearings C. Gibbs	0.50	1,062.50	Multiple conferences with co-counsel re status conference preparation.
B160 01/06/25	Fee/Employment Applications B. Podell	0.10	89.50	Conferences with G. Steinman, N. Rowles, and G. Williams regarding retention applications.
B160 01/06/25	Fee/Employment Applications C. Gibbs	0.80	1,700.00	Review of multiple emails from MWE team re fee application-related matters.
B160 01/06/25	Fee/Employment Applications C. Gibbs	0.40	850.00	Review of multiple emails from MWE team re disclosures for retention application.
B160 01/08/25	Fee/Employment Applications C. Gibbs	1.00	2,125.00	Conferences with UST re supplemental disclosure and review of emails and draft disclosures re same.



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B160 01/09/25	Fee/Employment Applications N. Rowles	0.20	289.00	Multiple correspondence with MWE team re filing of supplemental declaration in support of MWE retention.
B160 01/09/25	Fee/Employment Applications C. Gibbs	1.50	3,187.50	Multiple correspondence with MWE team re retention applications (1.0); conference with co-counsel re same (.5).
B160 01/09/25	Fee/Employment Applications G. Williams	2.80	3,556.00	Draft supplemental declaration (1.8); multiple correspondence with D. Azman and MWE team concerning same (.6); review pleadings related to same (.4).
B160 01/10/25	Fee/Employment Applications D. Northrop	0.30	246.00	E-mail correspondence with G. Williams regarding deadline to object to Committee applications to retain McDermott as counsel and Genesis Credit Partners as financial advisor (pursuant to the operation of Bankruptcy Rule 9006(a)) (.2); e-mail correspondence with D. Azman and G. Williams to coordinate filing of supplemental Gibbs declaration in support of Committee's application to retain McDermott as counsel (.1).
B160 01/13/25	Fee/Employment Applications C. Gibbs	0.30	637.50	Review of emails re retention order entry status.



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B160 01/13/25	Fee/Employment Applications D. Northrop	1.20	984.00	E-mail correspondence with D. Azman and G. Williams regarding filing supplemental Gibbs declaration in support of the Committee's application to retain and employ MWE as counsel (.1); file supplemental Gibbs declaration in support of the Committee's application to retain and employ MWE as counsel on the ECF case docket (.2); draft/prepare CNO for Committee application to retain and employ Genesis Credit Partners LLC as financial advisor to the Committee, including attachment to the CNO (.3); draft COC regarding proposed order approving the Committee's application to retain and employ MWE as counsel, including attachment to the COC (.5); review statement of Ad Hoc Group of SAFE Parties regarding Committee's retention of MWE and Genesis Credit Partners and e-mail correspondence with MWE team regarding same (.1).
B160 01/13/25	Fee/Employment Applications G. Williams	3.00	3,810.00	Draft and revise MWE and GCP fee statements.



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B160 01/14/25	Fee/Employment Applications D. Northrop	0.60	492.00	Finalize (i) CNO for Committee application to retain and employ Genesis Credit Partners LLC as financial advisor and (ii) COC regarding proposed order approving the Committee's application to retain and employ MWE as counsel, and related attachments to both, for filing on the ECF case docket (.2); file (i) CNO for Committee application to retain and employ Genesis Credit Partners LLC as financial advisor and (ii) COC for proposed order approving the Committee's application to retain and employ MWE as counsel on the ECF case docket (.4).
B190 12/05/24	Other Contested Matters M. McMillan	0.30	115.50	Research and obtain documents from Whinstone v. Rhodium case (Milam Cty. TX Dist. Ct.).
B190 01/02/25	Other Contested Matters D. Kaltman	5.60	6,412.00	Document review of Debtors production (2.2); document review of Riot production (3.4).
B190 01/02/25	Other Contested Matters A. Feinsod	2.70	2,416.50	Review document production concerning Riot litigation.



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B190 01/02/25	Other Contested Matters G. Steinman	1.90	3,087.50	Review of memo re third party complaint (1.2); review of research in support of same (.5); email correspondence with A. March re same (.2).
B190 01/05/25	Other Contested Matters D. Kaltman	2.70	3,091.50	Document review of Riot productions (2.6); correspondence with J. Kiehl and A. Feinsod concerning document review (.1).
B190 01/06/25	Other Contested Matters J. Wisniewski	1.20	1,224.00	Review complaints and correspondence (.8); research and analyze case law for internal memo (.4).
B190 01/07/25	Other Contested Matters M. Gibson	0.30	306.00	Analyze complaints filed against directors and officers of debtors.
B190 01/08/25	Other Contested Matters A. March	3.60	4,572.00	Review and analyze debtors' filings (2.2); draft summary re same (1.2); correspond with MWE team re same (.2).
B190 01/08/25	Other Contested Matters D. Kaltman	0.50	572.50	Review docket updates concerning Debtors motions.



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B190 01/09/25	Other Contested Matters G. Steinman	0.50	812.50	Calls and email correspondence with J. Evans re litigation status.
B190 01/13/25	Other Contested Matters D. Kaltman	0.80	916.00	Review motions concerning Phase 2 trial (.3); conference with J. Evans concerning Phase 2 trial (.5).
B190 01/13/25	Other Contested Matters C. Gibbs	0.60	1,275.00	Conference with counsel to Whinstone re mediation proposal.
B190 01/15/25	Other Contested Matters C. Gibbs	0.80	1,700.00	Conference call with Debtor and Whinstone counsel re meet and conference.
B190 01/17/25	Other Contested Matters C. Gibbs	1.00	2,125.00	Multiple correspondence with MWE team re dispute with Whinstone and re special committee investigation.
B190 01/21/25	Other Contested Matters C. Gibbs	0.80	1,700.00	Multiple correspondence with MWE and Debtor team concerning Whinstone issues.



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B190 01/23/25	Other Contested Matters C. Gibbs	0.50	1,062.50	Multiple correspondence with MWE team re mediation and Whinstone litigation.
B190 01/23/25	Other Contested Matters C. Masenthin	0.20	204.00	Analyze correspondence concerning SAFE committee.
B190 01/24/25	Other Contested Matters C. Gibbs	0.50	1,062.50	Multiple correspondence with MWE team re Whinstone settlement and trial preparation.
B190 01/30/25	Other Contested Matters C. Gibbs	0.30	637.50	Multiple correspondence with MWE team re mediation status.
B190 01/31/25	Other Contested Matters D. Northrop	0.30	246.00	Obtain transcript of further status conference on scope and scheduling of Phase 2 hearing on Debtors' contract assumption motion relating to Whinstone US, Inc. contracts (.1); review same (.1); e-mail correspondence with MWE team regarding same (.1).



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B210 01/01/25	Business Operations D. Kaltman	1.30	1,488.50	Correspondence with J. Holinger concerning energy damages (.2); document review of energy agreements (.3); read and review Whinstone's Base Energy contract and Whinstone's Power Services Agreement (.8).
B210 01/01/25	Business Operations J. Hollinger	1.00	1,825.00	Analyze Griffey and Saddiq expert reports, including prepare bullet point summary of follow up questions (.8); related email to D. Kaltman regarding contract provisions (.2).
B210 01/02/25	Business Operations G. Steinman	0.80	1,300.00	Review of insurance documents and policies (.6); email correspondence with A. Bowe re same (.2).
B210 01/02/25	Business Operations A. Bowe	0.30	381.00	Review and respond to emails from G. Steinmann and R. Smethurst regarding insurance policy review.
B210 01/08/25	Business Operations J. Hollinger	1.50	2,737.50	Review and analyze Whinstone energy purchase and power management contracts (1.0); related call with D. Kaltman and A. Feinsod regarding Whinstone/Rhodium expert reports and Rhodium claims (.5).



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B210 01/08/25	Business Operations D. Kaltman	0.70	801.50	Conference with J. Hollinger and A. Feinsod concerning energy credits.
B210 01/14/25	Business Operations A. Feinsod	1.80	1,611.00	Document review of Debtors production concerning energy credits and vendor disputes.
B210 01/15/25	Business Operations A. Bowe	0.30	381.00	Review insurance policies and draft memorandum regarding same.
B210 01/16/25	Business Operations A. Bowe	3.60	4,572.00	Review D&O insurance policies (3.1); prepare memorandum regarding same (.5).
B210 01/26/25	Business Operations N. Rowles	0.40	578.00	Review revised global notes regarding amended schedules and SOFAs.
B230 01/05/25	Financing/Cash Collections G. Steinman	0.30	487.50	Email correspondence with Debtors re financing.



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B230 01/07/25	Financing/Cash Collections J. Yim	0.50	697.50	Call with financial advisors to discuss exit financing and other related issues.
B230 01/14/25	Financing/Cash Collections G. Steinman	0.30	487.50	Review of financing letter (.2); email correspondence with GCP re same (.1).
B230 01/17/25	Financing/Cash Collections G. Steinman	2.40	3,900.00	Review of lien perfection analysis (1.6); review of statements and schedules (.5); develop strategy re same (.3).
B230 01/24/25	Financing/Cash Collections G. Steinman	0.90	1,462.50	Call with Province re financing process (.1); review of agreements re same (.8).
B230 01/27/25	Financing/Cash Collections G. Steinman	1.50	2,437.50	Review of analysis re financing contracts (.8); multiple email correspondence with A. March re same (.2); review of contracts re same (.5).
B230 01/28/25	Financing/Cash Collections G. Steinman	0.20	325.00	Call with Province re financing issues.



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B230 01/31/25	Financing/Cash Collections C. Gibbs	0.90	1,912.50	Multiple correspondence with MWE team and GCP team re exit financing.
B230 01/31/25	Financing/Cash Collections G. Steinman	0.80	1,300.00	Review of financing bids.
B240 01/07/25	Tax Issues G. Steinman	1.60	2,600.00	Review of tax motion (.5); review of first day motions and related pleadings (1); email correspondence with D. Azman re same (.1).
B320 01/02/25	Plan and Disclosure Statement C. Gibbs	0.40	850.00	Review of multiple emails from MWE team re delivery of draft Plan.
B320 01/03/25	Plan and Disclosure Statement G. Steinman	1.20	1,950.00	Review of draft of plan.
B320 01/06/25	Plan and Disclosure Statement G. Steinman	2.60	4,225.00	Email correspondence with D. Azman and N. Rowles re plan (.3); review of same (1.5); develop strategy re same (.6); email correspondence with GCP re same (.2).



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B320 01/06/25	Plan and Disclosure Statement N. Rowles	3.50	5,057.50	Analyze draft chapter 11 plan (2.4); draft summary of same (.5); draft responses to G. Steinman inquiries re same (.6).
B320 01/07/25	Plan and Disclosure Statement M. Gibson	0.30	306.00	Analyze draft plan for implications on releases of insiders.
B320 01/07/25	Plan and Disclosure Statement A. March	3.20	4,064.00	Research and analyze class impairment (2.9); correspond with MWE team re same (.3).
B320 01/07/25	Plan and Disclosure Statement G. Steinman	1.30	2,112.50	Prepare for and attend call with GCP re plan and workstreams (.5); review of issues flagged re plan (.6); correspondence with N. Rowles re same (.2).
B320 01/07/25	Plan and Disclosure Statement D. Azman	4.50	7,920.00	Review and analyze draft plan (3.1); develop strategy re: plan (1.4).
B320 01/07/25	Plan and Disclosure Statement N. Rowles	2.60	3,757.00	Revise draft presentation for Committee on proposed plan (1.6); multiple correspondence with G. Steinman and D. Azman re same (.5); analyze plan in connection with same (.5).



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B320 01/07/25	Plan and Disclosure Statement D. Kaltman	0.40	458.00	Correspondence with J. Evans concerning Plan.
B320 01/08/25	Plan and Disclosure Statement C. Gibbs	0.50	1,062.50	Review of draft Plan.
B320 01/09/25	Plan and Disclosure Statement A. March	0.80	1,016.00	Correspond with MWE team re recent filings in connection with plan strategy matters.
B320 01/09/25	Plan and Disclosure Statement G. Steinman	4.10	6,662.50	Analysis of draft plan (2); develop strategy re same (.8); prepare workstreams and email memo re same (.5); email correspondence with D. Azman re same (.2); review of precedent re plan (.4); correspondence with N. Rowles re research re same (.2).
B320 01/09/25	Plan and Disclosure Statement N. Rowles	1.30	1,878.50	Analyze proposed Plan and MWE team correspondence re same (.9); multiple correspondence with G. Steinman re same (.4).



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B320 01/10/25	Plan and Disclosure Statement A. March	5.30	6,731.00	Research re plan (3.2); review and analyze same (1.7); telephone conference with MWE team re same (.2); correspond with MWE team re same (.2).
B320 01/10/25	Plan and Disclosure Statement A. March	2.00	2,540.00	Research re simple agreement for future equity.
B320 01/10/25	Plan and Disclosure Statement C. Gibbs	1.10	2,337.50	Multiple correspondence with MWE team re recent pleadings, including de minimus sale motion and other plan-related documents (.8); conferences with co-counsel re case administrative matters (.3).
B320 01/10/25	Plan and Disclosure Statement N. Rowles	0.40	578.00	Teleconference with A. March re plan research (.2); review internal email correspondence related to same (.2).
B320 01/11/25	Plan and Disclosure Statement N. Rowles	0.60	867.00	Review A. March research related to Plan.
B320 01/12/25	Plan and Disclosure Statement G. Steinman	1.40	2,275.00	Review of research re plan confirmation issues (1); email correspondence with N. Rowles re same (.4).



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B320 01/12/25	Plan and Disclosure Statement C. Gibbs	0.80	1,700.00	Review draft plan.
B320 01/12/25	Plan and Disclosure Statement A. March	2.00	2,540.00	Research re plan (1.7); correspond with MWE team re same (.3).
B320 01/12/25	Plan and Disclosure Statement N. Rowles	0.90	1,300.50	Review plan issues research (.5); multiple correspondence with A. March re same (.2); multiple correspondence with G. Steinman re same (.2).
B320 01/13/25	Plan and Disclosure Statement G. Steinman	4.60	7,475.00	Review of research memo re plan issues (.8); multiple email correspondence with D. Azman re same (.3); multiple email correspondence with N. Rowles and A. March re same (.5); develop strategy re plan issues (1); review of supporting documentation re same (.6); call with D. Azman re same (.4); prepare for and attend call with GCP re same (1).
B320 01/13/25	Plan and Disclosure Statement D. Azman	4.60	8,096.00	Develop plan strategy (3.1); discuss same internally (.8); attend weekly professional call (.7).



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B320 01/13/25	Plan and Disclosure Statement C. Gibbs	1.00	2,125.00	Multiple correspondence with MWE team re Plan issues (.5); conference with MWE and GCP re Plan issues (.5).
B320 01/13/25	Plan and Disclosure Statement N. Rowles	1.60	2,312.00	Multiple correspondence with G. Steinman and A. March re plan issues (.2); review G. Steinman issues list re same (.4); correspondence with G. Steinman re Committee presentation on same (.1); prepare for (.2) and participate in call with Committee professionals regarding plan issues (.7).
B320 01/13/25	Plan and Disclosure Statement A. March	6.10	7,747.00	Research re plan (3.2); draft analysis re same (2.2); correspond with MWE team re same (.7).
B320 01/14/25	Plan and Disclosure Statement G. Steinman	2.50	4,062.50	Multiple calls with D. Azman re plan issues (.5); call with GCP re same (.2); prepare for and attend call with Debtors re same (.6); review of additional research re plan issues (1); email correspondence with A. March re same (.2).
B320 01/14/25	Plan and Disclosure Statement C. Gibbs	1.90	4,037.50	Review of draft Plan (.5); conference call with Debtor's advisors and co-counsel (.9); review of multiple emails re same (.5).



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B320 01/14/25	Plan and Disclosure Statement C. Gibbs	1.00	2,125.00	Multiple correspondence with MWE team and Debtors re plan-related issues.
B320 01/14/25	Plan and Disclosure Statement N. Rowles	0.90	1,300.50	Participate in teleconference with Debtors' and Committee's professionals to discuss plan (.5); multiple correspondence with MWE team re same (.4).
B320 01/14/25	Plan and Disclosure Statement A. March	4.30	5,461.00	Research re plan (2.5); draft analysis re same (1.4); correspond with MWE team re same (.4).
B320 01/15/25	Plan and Disclosure Statement A. March	4.20	5,334.00	Review and analyze plan of reorganization (3.2); revise same (.6); correspond with MWE team re same (.4).
B320 01/15/25	Plan and Disclosure Statement N. Rowles	1.60	2,312.00	Research regarding draft Plan exculpation provision (1.2); correspondence with MWE team re same (.4).
B320 01/15/25	Plan and Disclosure Statement G. Steinman	2.20	3,575.00	Review of research re plan issues (1.2); email correspondence with A. March and N. Rowles re same (.4); email correspondence with C. Gibbs re same (.2); call with GCP re same (.4).



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B320 01/16/25	Plan and Disclosure Statement C. Gibbs	0.60	1,275.00	Multiple correspondence with MWE team re plan of reorganization provisions.
B320 01/16/25	Plan and Disclosure Statement C. Gibbs	0.80	1,700.00	Multiple correspondence with MWE team re diligence requests and plan issues.
B320 01/16/25	Plan and Disclosure Statement N. Rowles	1.10	1,589.50	Review A. March research related to plan (.6); review A. March markup of Plan and G. Steinman comments re same (.5).
B320 01/16/25	Plan and Disclosure Statement A. March	1.50	1,905.00	Research re plan.
B320 01/16/25	Plan and Disclosure Statement G. Steinman	2.20	3,575.00	Review of revised plan and issues list (.8); email correspondence with A. March re same (.2); review of supplemental research re same (.5); call with GCP re same (.5); email correspondence with D. Azman re same (.2).
B320 01/17/25	Plan and Disclosure Statement N. Rowles	0.80	1,156.00	Draft email to Quinn team re Committee's comments to Plan (.7); correspondence with G. Steinman re same (.1).



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B320 01/17/25	Plan and Disclosure Statement G. Steinman	2.50	4,062.50	Review of revised plan (.8); multiple email correspondence with A. March re same (.2); review of research re same (1.5).
B320 01/17/25	Plan and Disclosure Statement A. March	4.40	5,588.00	Research re plan.
B320 01/17/25	Plan and Disclosure Statement C. Gibbs	0.50	1,062.50	Multiple correspondence with MWE team re Debtors' plan of reorganization.
B320 01/19/25	Plan and Disclosure Statement C. Gibbs	0.50	1,062.50	Multiple correspondence with MWE team re Debtors' plan of reorganization.
B320 01/20/25	Plan and Disclosure Statement G. Steinman	4.80	7,800.00	Review of research re take back notes (1.5); email correspondence with D. Azman re same (.2); review of plan (.4); review of email memo re same from GCP (.5); develop strategy re same (.6); review of lien perfection memo (1); email correspondence with GCP re same (.2); review of schedules received from GCP (.4).



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B320 01/20/25	Plan and Disclosure Statement A. March	5.70	7,239.00	Research re take-back notes and cramdown interest rate (3.8); draft analysis with MWE team re same (1.7); correspond with MWE team re same (.2).
B320 01/20/25	Plan and Disclosure Statement N. Rowles	2.60	3,757.00	Review A. March research related to Plan (.9); review A. March research re SAFEs in connection with same (1.1); review GCP promissory note analysis in connection with same (.6).
B320 01/21/25	Plan and Disclosure Statement C. Gibbs	1.00	2,125.00	Review of draft plan of reorganization (.8); multiple email conferences with MWE team re same.
B320 01/21/25	Plan and Disclosure Statement A. March	1.00	1,270.00	Research re take-back notes (.8); correspond with MWE team re same (.2).
B320 01/21/25	Plan and Disclosure Statement G. Steinman	3.10	5,037.50	Calls and email correspondence with D. Azman re plan issues (.5); prepare for and attend call with GCP re same (1); review of email memo re same (.4); email correspondence with Debtors re same (.2); develop strategy re same (1).
B320 01/22/25	Plan and Disclosure Statement C. Gibbs	0.70	1,487.50	Multiple correspondence with MWE team re plan of reorganization terms and disclosure statement issues.



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B320 01/22/25	Plan and Disclosure Statement A. March	1.00	1,270.00	Review and analyze correspondence re take-back notes (.8); draft correspondence with MWE team re same (.2).
B320 01/22/25	Plan and Disclosure Statement N. Rowles	2.70	3,901.50	Review A. March research related to issues related to take-back notes contemplated under draft Plan (1.2); review case law in accordance with same (.8); draft email to G. Steinman re same (.7).
B320 01/22/25	Plan and Disclosure Statement G. Steinman	3.30	5,362.50	Meeting with A. March re plan issues (.3); email correspondence with Debtors re same (.2); review of precedent re TB notes (2); review of research re same (.8).
B320 01/22/25	Plan and Disclosure Statement C. Gibbs	1.00	2,125.00	Multiple correspondence with MWE team and Debtors concerning plan of reorganization.
B320 01/24/25	Plan and Disclosure Statement N. Rowles	3.40	4,913.00	Review case law related to issues related to Take-Back Notes contemplated under Debtors' draft chapter 11 plan (2.9); draft email to GCP team re issues related to same (.3); correspondence with A. March re Committee presentation re same (.2).



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task / Date	Desc. / Name	Hours	Amount	Description
B320 01/26/25	Plan and Disclosure Statement C. Gibbs	0.50	1,062.50	Multiple correspondence with MWE team re plan of reorganization issues.
B320 01/27/25	Plan and Disclosure Statement A. March	6.70	8,509.00	Review and analyze utility contracts (3.2); correspond with MWE team re same (1.2); draft presentation re take-back notes (2.0); correspond with MWE team re same (.3).
B320 01/28/25	Plan and Disclosure Statement A. March	0.90	1,143.00	Telephone conferences with MWE team re take-back note and other plan issues.
B320 01/29/25	Plan and Disclosure Statement N. Rowles	0.60	867.00	Review GCP reports related to chapter 11 plan matters in connection with research into issues regarding same.
Total Hours		567.60	Total For Services	\$714,152.50

Task Code Summary

Task Code	Description	Hours	Amount
B110	Case Administration	2.70	3,771.50
B120	Asset Analysis and Recovery	286.80	295,061.50
B130	Asset Disposition	0.80	1,300.00
B150	Mtgs/Communications w/Creditor	79.60	119,324.00
B155	Court Hearings	7.70	12,908.50
B160	Fee/Employment Applications	12.20	17,966.50
B190	Other Contested Matters	25.10	33,538.50
B210	Business Operations	11.70	15,675.50

One Vanderbilt Avenue New York, NY 10017-3852 Tel +1 212 547 5400

US practice conducted through McDermott Will & Emery LLP.



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Task Code	Description	Hours	Amount
B230	Financing/Cash Collections	7.80	13,010.00
B240	Tax Issues	1.60	2,600.00
B320	Plan and Disclosure Statement	131.60	198,996.50
		<u>567.60</u>	<u>714,152.50</u>



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Costs and Other Charges

Timekeeper	Date	Description	Qty	Amount
B. Casten	01/31/25	Computer Usage Charge - Data Review & Production Software "January monthly fee for Discovery Platform Use (RelativityOne, 78.30 GBs)"	1.00	939.60
C. Gibbs	01/13/25	Travel Expenses Rhodium/Bus Dev - Airfare to Houston/Return - C. Gibbs https://mcdermottwillemery.lightning.force.com/lightning/r/Event/00UPp00000BzYPpMAN/view	0.00	279.00
C. Gibbs	01/15/25	Transportation/Parking Rhodium/Bus Dev - Airport Parking - C. Gibbs https://mcdermottwillemery.lightning.force.com/lightning/r/Event/00UPp00000BzYPpMAN/view	0.00	71.08
C. Gibbs	01/15/25	Travel Expenses Rhodium/Bus Dev - Hotel - C. Gibbs	0.00	456.74
C. Gibbs	01/15/25	Travel Expenses Rhodium/Bus Dev - Car Rental - C. Gibbs https://mcdermottwillemery.lightning.force.com/lightning/r/Event/00UPp00000BzYPpMAN/view	0.00	164.13
J. Hirshon	01/16/25	Document Retrieval VENDOR: CT Lien Solutions INVOICE#: 04112192 DATE: 1/16/2025 - State level lien searches with respect to Imperium Investments Holdings LLC	0.00	79.00
A. March	01/14/25	Search Fees VENDOR: Chapter 11 Dockets INVOICE#: 139339 DATE: 1/14/2025 - Chapter 11 Dockets, Searches & Complaints pulled in December 2024	0.00	37.45
A. March	01/20/25	Computer Research Computer Research, ALEXIS MARCH	1.00	179.40
D. Northrop	01/27/25	Document Services VENDOR: Judicial Transcribers of Texas LLC INVOICE#: 69554 DATE: 1/27/2025 - Obtain transcript of January 13, 2025 emergency status conference to address scope and scheduling of Phase 2 hearing in In re Rhodium Encore LLC, et al., Case No. 24-90448 (ARP) (U.S. Bankruptcy	0.00	29.00



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Timekeeper	Date	Description	Qty	Amount
D. Northrop	01/31/25	Court for the Southern District of Texas). Document Services VENDOR: Judicial Transcribers of Texas LLC INVOICE#: 69568 DATE: 1/31/2025 - Obtain transcript of further status conference (held on January 24, 2025) regarding scope and scheduling of phase 2 hearing in the contested matter between the Debtors and Whinstone US, Inc. in In re Rhodium Encore LLC, et al., Case No. 24-90448 (ARP) (U.S. Bankruptcy Court for the Southern District of Texas).	0.00	48.00
J. Wisniewski	01/07/25	Computer Research Computer Research, JESSICA WISNIEWSKI	1.00	781.29
J. Wisniewski	01/21/25	Computer Research Computer Research, JESSICA WISNIEWSKI	1.00	725.38
Total Costs and Other Charges				\$3,790.07

Total This Invoice **\$717,942.57**

Timekeeper Summary

Name	Hours	Rate	Amount
D. Azman	19.50	1,760.00	34,320.00
F. Belayneh	2.00	295.00	590.00
A. Bowe	4.20	1,270.00	5,334.00
B. Casten	3.80	735.00	2,793.00
J. Evans	12.90	1,825.00	23,542.50
A. Feinsod	49.40	895.00	44,213.00
C. Gibbs	41.30	2,125.00	87,762.50
M. Gibson	6.70	1,020.00	6,834.00
J. Hirshon	0.40	620.00	248.00
J. Hollinger	2.50	1,825.00	4,562.50
D. Kaltman	60.90	1,145.00	69,730.50
J. Kiehl	53.40	895.00	47,793.00
A. Mannan	1.10	1,020.00	1,122.00

One Vanderbilt Avenue New York, NY 10017-3852 Tel +1 212 547 5400

US practice conducted through McDermott Will & Emery LLP.



**McDermott
Will & Emery**

Rhodium Encore Creditors' Committee

Client: 125749
Invoice: 3995316
Invoice Date: 03/31/2025

Name	Hours	Rate	Amount
A. March	56.70	1,270.00	72,009.00
C. Masenthin	22.30	1,020.00	22,746.00
M. McMillan	0.30	385.00	115.50
D. Northrop	4.20	820.00	3,444.00
B. Podell	0.10	895.00	89.50
S. Ronen-van Heerden	48.40	610.00	29,524.00
N. Rowles	48.00	1,445.00	69,360.00
S. Slater	3.50	895.00	3,132.50
G. Steinman	65.10	1,625.00	105,787.50
K. Suh	19.60	1,535.00	30,086.00
G. Williams	17.50	1,270.00	22,225.00
J. Wisniewski	17.10	1,020.00	17,442.00
J. Yim	6.70	1,395.00	9,346.50
Totals	567.60		<u>\$714,152.50</u>

Exhibit D**Statement of Fees by Project Category**

Task Code	Description	Total Hours	Total Fees
B110	Case Administration	2.7	\$3,771.50
B120	Asset Analysis & Recovery	286.8	\$295,061.50
B130	Asset Disposition	0.8	\$1,300.00
B150	Creditor Meetings and Communication	79.6	\$119,324.00
B155	Court Hearings	7.7	\$12,908.50
B160	Fee/Employment Applications	12.2	\$17,966.50
B190	Other Contested Matters	25.1	\$33,538.50
B210	Employee Benefits and Pensions	11.7	\$15,675.50
B230	Financing/Cash Collections	7.8	\$13,010.00
B240	Tax Issues	1.6	\$2,600.00
B320	Plan and Disclosure Statement	131.6	\$198,996.50
TOTAL		567.6	\$714,152.50