

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

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

If you object to the relief requested, you must respond in writing. Unless otherwise directed by the court, you must file your response electronically at <https://ecf.txsb.uscourts.gov/> within twenty-one days from the date this motion was filed. If you do not have electronic filing privileges, you must file a written objection that is actually received by the clerk within twenty-one days from the date this motion was filed. Otherwise, the court may treat the pleading as unopposed and grant the relief requested.

SPECIAL COMMITTEE’S MOTION TO SEAL PROTECTED PLEADINGS

The Special Committee of the Board of Directors of Debtor Rhodium Enterprises, Inc. (the “Special Committee”) respectfully submits this Motion (the “Motion”) for an entry of an order authorizing it to file the following documents under seal: (1) *The Special Committee’s Response in Opposition to LKC’s Motion to Strike Expert Report*; (2) *The Special Committee’s Reply in Support of its Emergency Motion to Limit Evidence Relied upon by LKC at the Hearing to Strike the Request under 11*

¹ 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 Debtors in these Chapter 11 Cases is 2617 Bissonnet Street, Suite 234, Houston, TX 77005.



U.S.C. § 328; and (3) *Notice of Intent to Use Declarations as Direct Testimony* (collectively, the “Protected Pleadings”). In support of this motion, the Special Committee states as follows:

JURISDICTION AND VENUE

1. This Court has jurisdiction over this Motion under 28 U.S.C. § 1334; this matter is a core proceeding under 28 U.S.C. § 157(b).

2. Pursuant to 28 U.S.C. §§ 1408 and 1409, venue in this district is proper.

3. The bases for the relief requested herein are Sections 105(a) and 107(b) title 11 of the Bankruptcy Code, Rule 9018 of the Federal Rules of Bankruptcy Procedure, Rules 9013-1 and 9037-1 of the Bankruptcy Local Rules for the Southern District of Texas and the Procedures for Complex Cases in the Southern District of Texas.

BACKGROUND

4. On September 18, 2024, the Court entered a protective order which governs the disclosure and use of confidential materials in these chapter 11 cases (the “Protective Order”). [ECF No. 152.] In relevant part, the Protective Order permits filing under seal exhibits and other documents that contain highly confidential information.

5. On August 22, 2025, Lehotsky Keller Cohn LLP (“LKC”), as special litigation counsel to the Debtors, filed its Second and Final Application for Payment of Compensation and Reimbursement of Expenses for the Period August 28, 2024

through June 30, 2025 requesting \$11,671,994.33 in fees and expenses (“LKC’s Fee Application”). [ECF Nos. 1560-1561.]

6. On October 1, 2025, the Special Committee filed its Objections to LKC’s Fee Application, noting, among other things, the premature nature of LKC’s success fee request. [ECF No. 1732.]

7. On October 19, 2025, the Special Committee filed an Emergency Motion For Entry of a Protective Order Under Federal Rule of Evidence 502(d) [ECF No. 1824] confirming that the sharing of documents or information in connection with the dispute on the Fee Application would not constitute a waiver of the work product doctrine, the attorney-client privilege, or any other applicable privilege.

8. On October 20, 2025, the Court entered an order granting the Special Committee’s Emergency Motion [ECF No. 1826] (the “502(d) Order”), holding that “pursuant to Rule 502(d) of the Federal Rules of Evidence, the provision of privileged or work-product protected documents and information in the dispute between Debtors and Lehotsky Keller Cohn LLP (“LKC”), including the provision of the Special Committee’s investigation report prepared by counsel for the Special Committee, whether inadvertent or voluntary, does not and will not constitute a waiver of the work product doctrine, the attorney-client privilege at large between the Special Committee and its counsel, Debtors and their counsel, or any other applicable privilege in this case or in any other federal or state proceeding.”

9. That same day, October 20, 2025, the Court scheduled the hearing regarding LKC’s Fee Application for November 3, 2025 at 2:00 p.m. [ECF No. 1827.]

10. Through this Motion, the Special Committee requests the Protected Pleadings, which contain privileged and/or confidential information, be filed under seal.

BASIS FOR RELIEF

11. Pursuant to section 107(b) of the Bankruptcy Code, the Court is authorized to issue orders to protect entities with respect to certain confidential information. *See* 11 U.S.C. § 107(b). Additionally, section 105(a) of the Bankruptcy Code, which codifies the Bankruptcy Court’s inherent equitable powers, empowers the Court to “issue any order, process, or judgment that is necessary or appropriate to carry out the provisions of this title.” 11 U.S.C. § 105(a).

12. Bankruptcy Rule 9018 implements section 107(b) of the Bankruptcy Code and provides in pertinent part: “[o]n motion or on its own initiative, with or without notice, the court may make any order which justice requires (1) to protect the estate or any entity in respect of a trade secret or other confidential research, development, or commercial information” Fed. R. Bankr. P. 9018.

13. However, sections 105(a) and 107(b) of the Bankruptcy Code and Bankruptcy Rule 9018 authorize this Court to limit public access under certain circumstances, including where filings contain “commercially sensitive and proprietary information.” *Jones v. RealPage, Inc.*, 2021 WL 268824, at *2 (N.D. Tex. Jan. 27, 2021).

14. The Protected Pleadings contain privileged, commercially sensitive, and confidential proprietary information. Therefore, pursuant to applicable law, the

Protective Order, and the 502(d) Order, the Special Committee requests authority to file the Protected Pleadings under seal.

WHEREFORE, the Special Committee respectfully requests that this Court enter an order that (a) grants the Motion and (b) any and all other relief that this Court deems just and proper.

Respectfully submitted this 3rd day of November, 2025.

BARNES & THORNBURG LLP

/s/ Paige Lohse

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*Counsel for Special Committee of the
Board of Directors of Rhodium
Enterprises, Inc.*

Certificate of Service

I, Paige Lohse, hereby certify that on the 3rd day of November, 2025, a copy of the foregoing was served via the Clerk of the Court through the ECF system to the parties registered to receive such service.

/s/ Paige Lohse
Paige Lohse

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	§	
	§	
	§	

ORDER GRANTING THE MOTION TO SEAL PROTECTED PLEADINGS
(Relates to ECF No. __)

Upon consideration of the Motion to Seal the Protected Pleadings, the Court having jurisdiction to consider this matter and relief requested therein pursuant to 28 U.S.C. § 1334; consideration of this Motion being a core proceeding pursuant to 28 U.S.C. § 157; notice of the Motion having been adequate and appropriate under the circumstances; and after due deliberation and sufficient cause appearing; it is hereby:

1. ORDERED that the Special Committee is authorized to file under seal the Protected Pleadings; it is further
2. ORDERED that the Special Committee is authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with this Motion; it is further

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3. ORDERED that the Court retains jurisdiction with respect to all matters arising from or related to the implementation of this order.

DATED:

ALFREDO R. PEREZ
UNITED STATES BANKRUPTCY JUDGE