

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE 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)
	§	

**THE PLAN PROPONENTS' MOTION TO SEAL CONFIDENTIAL INFORMATION
INCLUDED ON THE PLAN PROPONENTS' MEMORANDUM OF LAW IN SUPPORT
OF PLAN CONFIRMATION, JOINT EXHIBIT LIST FOR HEARINGS SCHEDULED
FOR DECEMBER 3, 2025, AND THE DECLARATION OF MITCHELL P. HURLEY
IN SUPPORT OF PLAN CONFIRMATION**

(Relates to Docket Nos. 2080, 2082, 2083, 2084, 2085, 2087)

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 is 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.

The above-captioned debtors (collectively, the “Debtors”), acting by and through the Special Committee of the Board of Directors of Debtor Rhodium Enterprises, Inc. (the “Special Committee”), and the Ad Hoc Group of SAFE Parties (the “SAFE AHG” and together with the Debtors, the “Plan Proponents”), hereby submit this Motion to Seal (“Motion to Seal”) confidential information included on the Plan Proponents’ Memorandum of Law in Support of Confirmation

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), Jordan HPC Sub LLC (0463), Rhodium 2.0 Sub LLC (5319), Rhodium 10MW Sub LLC (3827), Rhodium 30MW Sub LLC (4386), Rhodium Encore Sub LLC (1064), Rhodium Enterprises, Inc. (6290), Rhodium Industries LLC (4771), Rhodium Ready Ventures LLC (8618), Rhodium Renewables LLC (0748), Air HPC LLC (0387), Rhodium Renewables Sub LLC (9511), Rhodium Shared Services LLC (5868), and Rhodium Technologies LLC (3973). The mailing and service address of the Debtors in these chapter 11 cases is 2617 Bissonnet Street, Suite 234, Houston, TX 77005.



of the Second Amended Joint Chapter 11 Plan of Reorganization of Rhodium Encore LLC and its Affiliated Debtors (the “Memorandum”), Joint Exhibit List for the Hearings Scheduled for December 3, 2025 (the “Joint Exhibit List”), and the Declaration of Mitchell P. Hurley in Support of Plan Confirmation (the “Hurley Declaration”) and respectfully submits the following.

RELIEF REQUESTED

1. By this Motion to Seal, pursuant to sections 105(a) and 107(b) of title 11 of the United States Code (the “Bankruptcy Code”), Rule 9018 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Rule 9037-1 of the Bankruptcy Local Rules for the United States Bankruptcy Court for the Southern District of Texas (the “Local Rules”), the Plan Proponents respectfully request entry of an order authorizing it (i) to file unredacted versions of the Memorandum, Joint Exhibit List, and Hurley Declaration under seal; and (ii) to file unsealed versions of the Memorandum, Joint Exhibit List, and Hurley Declaration that redact all Confidential information, as defined in the *Stipulated Protective Order*, ECF No. 152 (“Protective Order”), dated September 18, 2024 (collectively, “Confidential Information”).

2. A proposed form of order granting the relief requested herein is annexed hereto.

3. The Plan Proponents have filed unsealed, redacted versions of the Memorandum, Joint Exhibit List, and Hurley Declaration on the public docket and will provide unredacted versions of the Memorandum, Joint Exhibit List, and Hurley Declaration to other parties in interest upon further court order or upon agreement of the Plan Proponents.

JURISDICTION, VENUE, AND LEGAL PREDICATE

4. This Court has jurisdiction with respect to this matter pursuant to 28 U.S.C. §§ 157(b)(1) and 1334. This Motion to Seal is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2). Venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409.

5. The bases for the relief requested herein are Bankruptcy Code sections 105(a) and 107(b), Bankruptcy Rule 9018, and Rules 9037-1 and 9013-1 of the Local Rules.

BACKGROUND

6. On August 24, 2024, each of the Debtors filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the Southern District of Texas (the “Court”).

7. The Court has entered the Protective Order, ECF No. 152, to govern the disclosure and use of confidential discovery materials in these Chapter 11 Cases.

8. The Protective Order provides:

All pleadings, memoranda supporting motions, briefs, deposition transcripts, discovery requests and responses, exhibits, and other documents that quote information from Confidential Information or Highly Confidential – Professionals’ Eyes Only Information and Confidential Information and Highly Confidential – Professionals’ Eyes Only Information if filed with the Court, shall be redacted from the Court filing (either by redacting the relevant text of the submission or redacting the entirety of any exhibit that has been designated as containing Confidential Information or Highly Confidential – Professionals’ Eyes Only Information) or filed under seal pursuant to the Court’s rules governing sealed documents, unless the Designating Party consents in writing to such Confidential Information or Highly Confidential – Professionals’ Eyes Only Information being filed publicly.

9. The Parties in Interest are signatories to the Protective Order.

RELIEF REQUESTED SHOULD BE GRANTED

10. Section 105(a) of the Bankruptcy Code codifies the Court’s inherent, equitable powers, and empowers it 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). Moreover, pursuant to section 107(b)(1) of the Bankruptcy Code, the Court may authorize the Plan Proponents to redact Confidential Information in the publicly filed Memorandum, Joint Exhibit List, and Hurley Declaration, and to file the non-public Memorandum, Joint Exhibit List, and Hurley Declaration

under seal, by permitting the issuance of an order that protects entities from potential harm that may result from the disclosure of certain confidential information. *See* 11 U.S.C. § 107(b).

Specifically, section 107(b) provides, in relevant part:

On request of a party in interest, the bankruptcy court shall, and on the bankruptcy court's own motion, the bankruptcy court may — (1) protect an entity with respect to a trade secret or confidential research, development, or commercial information.

11 U.S.C. § 107(b).

11. Bankruptcy Rule 9018 sets forth the procedures by which a party may obtain a protective order authorizing the filing of a document under seal. Bankruptcy Rule 9018 provides, in relevant 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.” Bankruptcy Rule 9018; *see also* Local Rule 9037-1 (“A motion, reply or other document may initially be filed under seal if the filing party simultaneously files a motion requesting that the document be maintained under seal.”).

12. The Confidential Information the Plan Proponents seek to seal here encompass documents that the Debtors, the Special Committee, and the SAFE AHG have designated as Confidential, Highly Confidential – Professionals’ Eyes Only, Mediation Confidential, and Confidential – Subject to 502(d) Order. The Plan Proponents are therefore submitting such information under seal in accordance with the terms of the applicable Protective Order.

RESERVATION OF RIGHTS

13. Notwithstanding the filing of this Motion to Seal, the Plan Proponents reserve all of its rights, remedies, claims, and defenses with respect to the propriety of the confidentiality designations applied to certain of the information subject to this Motion, including whether such information satisfies the requirements for protection under the standards set forth in the Protective Order and/or applicable law.

NOTICE

14. Notice of this Motion will be served upon any party entitled to notice pursuant to Bankruptcy Rule 2002 and any other party entitled to notice pursuant to Local Rule 9013-1(d).

NO PREVIOUS REQUEST

15. No previous request for the relief sought herein has been made by the Plan Proponents to this or any other court.

WHEREFORE, the Plan Proponents respectfully request entry of the proposed order granting the relief requested herein and such other and further relief the Court may deem just and appropriate.

[Remainder of the page intentionally left blank. Signature page to follow.]

Respectfully submitted this 1st day of December, 2025.

**QUINN EMANUEL URQUHART &
SULLIVAN, LLP**

/s/ Patricia B. Tomasco

Patricia B. Tomasco (SBN 01797600)
Cameron Kelly (SBN 24120936)
Alain Jaquet (*pro hac vice*)
Rachel Harrington (*pro hac vice*)
700 Louisiana Street, Suite 3900
Houston, Texas 77002
Telephone: 713-221-7000
Facsimile: 713-221-7100
Email: pattytomasco@quinnemanuel.com
Email: cameronkelly@quinnemanuel.com
Email: alainjaquet@quinnemanuel.com
Email: rachelharrington@quinnemanuel.com

- and -

Eric Winston (*pro hac vice*)
Razmig Izakelian (*pro hac vice*)
865 S. Figueroa Street, 10th Floor
Los Angeles, California 90017
Telephone: 213-443-3000
Facsimile: 213-443-3100
Email: ericwinston@quinnemanuel.com
Email: razmigizakelian@quinnemanuel.com

*Counsel to the Debtors and
Debtors-In-Possession*

-and-

BARNES & THORNBURG, LLP

Vincent P. (Trace) Schmeltz (*pro hac vice*)
One N. Wacker Drive, Suite 4400
Chicago, Illinois 60606
Telephone: 312-214-5602
Email: tschmeltz@btlaw.com

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

-and-

AKIN GUMP STRAUSS HAUER & FELD, LLP

Sarah Link Schultz (SBN 24033047)
Elizabeth D. Scott (SBN 24059699)
Samantha Baham (SBN 24141349)
2300 N. Field Street, Suite 1800
Dallas, Texas 75201-2481
Telephone: 214-969-2800
Email: sschultz@akingump.com
Email: edscott@akingump.com

Mitchell P. Hurley (*pro hac vice*)
Kaila Zaharis
One Bryant Park
New York, New York 10036-6745
Telephone: 212-872-1000
Email: mhurley@akingump.com
Email: kzaharis@akingump.com

Attorneys for the Ad Hoc Group of SAFE Parties

Certificate of Service

I hereby certify that on December 1, 2025, a true and correct copy of the foregoing document was served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas.

/s/ Patricia B. Tomasco
Patricia B. Tomasco

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

In re: RHODIUM ENCORE LLC, <i>et al.</i> , ² Debtors.	§ § § § § § §	Chapter 11 Case No. 24-90448 (ARP) (Jointly Administered)
--	---------------------------------	---

**ORDER GRANTING THE PLAN PROONENTS’ MOTION TO SEAL CONFIDENTIAL
INFORMATION INCLUDED ON THE JOINT EXHIBIT LIST FOR HEARINGS
SCHEDULED FOR DECEMBER 3, 2025 AND THE DECLARATION OF
MITCHELL P. HURLEY IN SUPPORT OF PLAN CONFIRMATION
(Related to Docket No. ____)**

Upon the motion (the “Motion to Seal”) of the above-captioned debtors (collectively, the “Debtors”), acting by and through the Special Committee of the Board of Directors of Debtor Rhodium Enterprises, Inc. (the “Special Committee”), and the Ad Hoc Group of SAFE Parties (the “SAFE AHG” and together with the Debtors, the “Plan Proponents”) seeking entry of an order pursuant to Bankruptcy Code³ sections 105(a) and 107(b), Bankruptcy Rule 9018, and Local Rule 9037-1 authorizing the Plan Proponents (i) to file unredacted versions of the Plan Proponents’ Memorandum of Law in Support of Confirmation of the Second Amended Joint Chapter 11 Plan of Reorganization of Rhodium Encore LLC and its Affiliated Debtors (the “Memorandum”), Joint

² 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), Jordan HPC Sub LLC (0463), Rhodium 2.0 Sub LLC (5319), Rhodium 10MW Sub LLC (3827), Rhodium 30MW Sub LLC (4386), Rhodium Encore Sub LLC (1064), Rhodium Enterprises, Inc. (6290), Rhodium Industries LLC (4771), Rhodium Ready Ventures LLC (8618), Rhodium Renewables LLC (0748), Air HPC LLC (0387), Rhodium Renewables Sub LLC (9511), Rhodium Shared Services LLC (5868), and Rhodium Technologies LLC (3973). The mailing and service address of the Debtors in these chapter 11 cases is 2617 Bissonnet Street, Suite 234, Houston, TX 77005.

³ Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Motion to Seal.

Exhibit List for the Hearing Scheduled for December 3, 2025 (the “Joint Exhibit List”), and the Declaration of Mitchell P. Hurley in Support of Plan Confirmation (“Hurley Declaration”) under seal; and (ii) to file unsealed versions of the Memorandum, Joint Exhibit List, and Hurley Declaration that redact all Confidential information, as defined in the Protective Order, as more fully set forth in the Motion to Seal; and this Court having jurisdiction to consider the Motion to Seal and the relief requested therein pursuant to 28 U.S.C. § 1334; and consideration of the Motion to Seal and requested relief being a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and it appearing that venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion to Seal having been provided; and such notice having been adequate and appropriate under the circumstances, and it appearing that no other or further notice need be provided; and this Court having reviewed the Motion to Seal; and all objections, if any, to the Motion to Seal having been withdrawn, resolved, or overruled; and this Court having determined that the legal and factual bases set forth in the Motion to Seal establish just cause for the relief granted here; and upon all of the proceedings had before this Court and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Plan Proponents are authorized to file unredacted versions of the Memorandum, Joint Exhibit List, and Hurley Declaration under seal.
2. The Plan Proponents are authorized to file unsealed versions of the Memorandum, Joint Exhibit List, and Hurley Declaration that redact all Confidential information, as defined in the Protective Order.
3. The information marked by Debtors, the Special Committee, and the SAFE AHG as Confidential, Highly Confidential – Professionals’ Eyes Only, Mediation Confidential, and

Confidential – Subject to 502(d) Order (collectively, the “Confidential Information”) contained within the unredacted versions of the Memorandum, Joint Exhibit List, and Hurley Declaration shall remain confidential and under seal, and absent further order of this Court, shall not be made available to anyone, except that copies shall be provided to (i) the Court and Clerk, (ii) the Debtors, (iii) the Special Committee, and (iv) other persons upon further order of the Court or upon agreement of the Parties in Interest.

4. Any party in interest who receives an unredacted version of the Memorandum, Joint Exhibit List, and Hurley Declaration, in accordance with this Order, shall be made aware of the terms of this Order, and shall keep the Confidential Information contained therein strictly confidential.

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

6. The Plan Proponents are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Memorandum, Joint Exhibit List, and Hurley Declaration.

7. This Court shall retain jurisdiction to hear and determine all matters arising from or relating to the implementation, interpretation, and enforcement of this Order.

Dated: _____, 2025

Houston, Texas

Alfredo R. Perez
United States Bankruptcy Judge