

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)

**AGENDA OF MATTERS SET FOR HEARING
ON SEPTEMBER 23, 2024, AT 9:00 A.M.**

Rhodium Encore LLC and its affiliated debtors and debtors in possession (collectively, the “Debtors”) hereby file their Agenda of Matters Set for Hearing on September 23, 2024, at 9:00 a.m. (prevailing Central Time) before the Honorable Alfredo R. Perez.

MATTERS GOING FORWARD

1. Emergency Motion of Debtors for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Continue Their Existing Cash Management System, (B) Honor Certain Pre-Petition Obligations Related Thereto, and (C) Continue to Perform Intercompany Transactions, (II) Granting Superpriority Administrative Expenses Status to Post-Petition Intercompany Balances, and (III) Granting Related Relief (ECF No. 36)

Status: This matter is going forward.

Related Documents:

- A. Declaration of David M. Dunn in Support of Chapter 11 Petitions and First Day Relief (ECF No. 35)
- B. Certificate of Service (ECF No. 59)

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.



- C. Notice of Filing of Revised Proposed Interim Order (I) Authorizing the Debtors to (A) Continue Their Existing Cash Management System, (B) Honor Certain Pre-Petition Obligations Related Thereto, and (C) Continue to Perform Intercompany Transactions, (II) Granting Superpriority Administration Expense Status to Post-Petition Intercompany Balances, and (III) Granting Related Relief (ECF No. 60)
 - D. Interim Order (I) Authorizing the Debtors to (A) Continue Their Existing Cash Management System, (B) Honor Certain Pre-Petition Obligations Related Thereto, and (C) Continue to Perform Intercompany Transactions, (II) Granting Superpriority Administration Expense Status to Post-Petition Intercompany Balances, and (III) Granting Related Relief (ECF No. 76)
 - E. Certificate of Service for ECF No. 60 (ECF No. 116)
 - F. Notice of Hearing (ECF No. 153)
 - G. Proposed Final Order (I) Authorizing the Debtors to (A) Continue Their Existing Cash Management System, (B) Honor Certain Pre-Petition Obligations Related Thereto, and (C) Continue to Perform Intercompany Transactions, (II) Granting Superpriority Administrative Expense Status to Post-Petition Intercompany Balances, and (III) Granting Related Relief (ECF No. 154)
2. Emergency Motion of the Debtors for Entry of Interim and Final Orders (I) Authorizing the Debtors' Use of Cash Collateral, (II) Granting Adequate Protection, (III) Modifying the Automatic Stay, (IV) Scheduling a Final Hearing, and (V) Granting Related Relief (ECF No. 37)

Status: This matter is going forward.

Related Documents:

- A. Declaration of David M. Dunn in Support of Chapter 11 Petitions and First Day Relief (ECF No. 35)
- B. Notice of Filing of Exhibit A to the Emergency Motion of the Debtors for Entry of Interim and Final Orders (I) Authorizing the Debtors' Use of Cash Collateral, (II) Granting Adequate Protection, (III) Modifying the Automatic Stay, (IV) Scheduling a Final Hearing, and (Granting Related Relief (ECF No. 44)
- C. Certificate of Service (ECF No. 59)
- D. Interim Order (I) Authorizing Debtors to Use Cash Collateral; (II) Granting Adequate Protection to Prepetition Secured Parties; (III)

Modifying Automatic Stay; and (IV) Granting Related Relief (ECF No. 83)

- E. Objection of Valley Encore Creditors to Final Approval of Debtors' Proposed DIP Financing and Use of Cash Collateral (ECF No. 148)
 - F. Notice of Hearing (ECF No. 153)
 - G. Proposed Final Order (I) Authorizing Debtors to Use Cash Collateral; (II) Granting Adequate Protection to Prepetition Secured Parties; (III) Modifying Automatic Stay; and (IV) Granting Related Relief (ECF No. 162)
3. Emergency Motion of Debtors for Entry of Interim and Final Orders (A) Authorizing the Debtors to Obtain Postpetition Financing, (B) Granting Liens and Providing Claims with Superpriority Administrative Expense Status, (C) Modifying the Automatic Stay, (D) Scheduling a Final Hearing, and (E) Granting Related Relief (ECF No. 38)

Status: This matter is going forward.

Related Documents:

- A. Declaration of David M. Dunn in Support of Chapter 11 Petitions and First Day Relief (ECF No. 35)
- B. Declaration of Michael Robinson in Support of Emergency Motion of Debtors for Entry of Interim and Final Orders (A) Authorizing the Debtors to Obtain Postpetition Financing, (B) Granting Liens and Providing Claims with Superpriority Administrative Expense Status, (C) Modifying the Automatic Stay, (D) Scheduling a Final Hearing, and (E) Granting Related Relief (ECF No. 42)
- C. Notice of Filing of Exhibits to Emergency Motion of Debtors for Entry of Interim and Final Orders (A) Authorizing the Debtors to Obtain Postpetition Financing, (B) Granting Liens and Providing Claims with Superpriority Administrative Expense Status, (C) Modifying the Automatic Stay, (D) Scheduling a Final Hearing, and (E) Granting Related Relief (ECF No. 57)
- D. Certificate of Service (ECF No. 59)
- E. (Proposed) Interim Order (I) Authorizing the Debtors to Obtain Secured Superpriority Postpetition Financing, (II) Granting Liens and Providing Claims with Superpriority Administrative Expense Status, (III) Modifying the Automatic Stay, (IV) Scheduling a Final Hearing, and (V) Granting Related Relief (ECF No. 82)

- F. Interim Order (I) Authorizing the Debtors to Obtain Secured Superpriority Postpetition Financing, (II) Granting Liens and Providing Claims with Superpriority Administrative Expense Status, (III) Modifying the Automatic Stay, (IV) Scheduling a Final Hearing, and (V) Granting Related Relief (ECF No. 84)
 - G. Objection of Valley Encore Creditors to Final Approval of Debtors' Proposed DIP Financing and Use of Cash Collateral (ECF No. 148)
 - H. Notice of Hearing (ECF No. 153)
 - I. Proposed Final Order (I) Authorizing the Debtors to Obtain Secured Superpriority Postpetition Financing, (II) Granting Liens and Providing Claims with Superpriority Administrative Expense Status, (III) Modifying the Automatic Stay, and (IV) Granting Related Relief (ECF No. 161)
4. Emergency Motion of Debtors for Entry of an Order (I) Authorizing Debtors to Pay Pre-Petition Employees' Expenses and Payroll Taxes; and (II) Granting Related Relief (ECF No. 150)

Status: This matter is going forward.

Related Documents:

- A. Notice of Hearing (ECF No. 153)
5. Emergency Motion of Debtors for Entry of an Order Approving (A) Bidding Procedures for the Sale of a Portion of the Debtors' Assets, (B) Procedures for the Debtors' Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, (C) the Form and Manner of Notice of the Sale Hearing and Assumption Procedures, (D) Procedures for Selection of One or More Stalking Horse Bidders, and (E) Dates for an Auction and Sale Hearing (ECF No. 151)

Status: This matter is going forward.

Related Documents:

- A. Notice of Hearing (ECF No. 153)

Respectfully submitted this 20th day of September, 2024.

QUINN EMANUEL URQUHART &
SULLIVAN, LLP

/s/ Patricia B. Tomasco

Patricia B. Tomasco (SBN 01797600)

Joanna D. Caytas (SBN 24127230)

Cameron Kelly (SBN 24120936)

Alain Jaquet (*pro hac vice*)

700 Louisiana Street, Suite 3900

Houston, Texas 77002

Telephone: 713-221-7000

Facsimile: 713-221-7100

Email: pattytomasco@quinnemanuel.com

Email: joannacaytas@quinnemanuel.com

Email: cameronkelly@quinnemanuel.com

Email: alainjaquet@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

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

CERTIFICATE OF SERVICE

I, Patricia B. Tomasco, hereby certify that on the 20th day of September, 2024, a copy of the foregoing Agenda 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