Docket #0403 Date Filed: 05/26/2026

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

In re:	Chapter 11
ASCEND ELEMENTS, INC. *et al.*, [1]	Case No. 26-90440 (CML)
Debtors.	(Jointly Administered)

NOTICE OF CLOSING OF TRANSACTION CONTEMPLATED BY THIRD AMENDED AND RESTATED ASSET PURCHASE AGREEMENT
[Relates to Docket Nos. 120, 393 & 400]

PLEASE TAKE NOTICE THAT on April 9, 2026, the Debtors commenced these chapter 11 cases by each filing voluntary petitions 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**").

PLEASE TAKE FURTHER NOTICE THAT on April 17, 2026, the Court entered the *Order (A) Approving Bid Procedures, (B) Authorizing Designation of a Stalking Horse Bidder, (C) Scheduling an Auction, Related Deadlines, and a Sale Hearing, and (D) Granting Related Relief* [Docket No. 120] (the "**Bid Procedures Order**").

PLEASE TAKE FURTHER NOTICE THAT on May 22, 2026, the Court entered the *Order (I) Approving the Sale of Certain of the Debtors' Assets and Interests Free and Clear of Claims, Liens and Encumbrances, (II) Approving the Assumption and Assignment of Designated Executory Contracts and Unexpired Leases, and (III) Granting Related Relief* [Docket No. 393] (the "**Sale Order**"), approving, among other things, the transactions contemplated by that certain

1 The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number, are: Ascend Elements, Inc. (2893) and Ascend Elements US, LLC (8309). The location of the Debtors' service address is: 133 Flanders Road, Westborough, MA 01581.

Third Amended and Restated Asset Purchase Agreement by and between Ascend Elements, Inc. and Bluegrass Infrastructure Partners Holdings, LLC (the "**Poland/IP APA**").

PLEASE TAKE FURTHER NOTICE THAT on May 26, 2026, the Debtors filed a *Notice of Filing of Fully Executed Third Amended and Restated Asset Purchase Agreement* [Docket No. 400] with a copy of the executed Asset Purchase Agreement described in the Poland/IP Sale Order (the "**Poland/IP APA**").

PLEASE TAKE FURTHER NOTICE THAT, pursuant to the Sale Order and the terms of the Poland/IP APA, the Debtors have consummated and closed the transactions contemplated thereby.

Dated: May 26, 2026

Respectfully submitted,

NORTON ROSE FULBRIGHT US LLP

By: */s/ Ryan Manns*

Ryan Manns (SBT 24041391)
Maria Mokrzycka (SBT 24119994)
1550 Lamar, Suite 2000
Houston, TX 77010
Tel: (713) 651-5151
Email: ryan.manns@nortonrosefulbright.com
Email: maria.mokrzycka@nortonrosefulbright.com

and

Jason I. Blanchard (SBT 24130197)
Michael Berthiaume (SBT 24066039)
2200 Ross Avenue, Suite 3600
Dallas, TX 75201
Tel: (214) 855-8210
Email: jason.blanchard@nortonrosefulbright.com
Email: michael.berthiaume@nortonrosefulbright.com

Counsel to the Debtors and Debtors in Possession

CERTIFICATE OF SERVICE

I certify that on May 26, 2026, 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 on those parties registered to receive electronic notices.

/s/ Ryan Manns
Ryan Manns