

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

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

NOTICE OF DEPOSITION OF CELSIUS CORE LLC

Please take notice that, pursuant to Rule 2004 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Local Rule 2004-1 of the United States Bankruptcy Court for the Southern District of Texas (the “Local Rules”), and Federal Rule of Civil Procedure 30 (made applicable by Bankruptcy Rule 7030), the Special Committee of the Board of Directors of Debtor Rhodium Enterprises, Inc. (the “Special Committee”) will take the oral examination of the designated representative of Celsius Core LLC (“Celsius”) on July 1, 2025, at 9:30 a.m. Central Time at the offices of Barnes & Thornburg, LLP, One N. Wacker Drive, Suite 4400, Chicago, IL 60606, or by Zoom, unless otherwise agreed. The deposition will continue from day to day until completed. Prior to the deposition, remote login instructions will be provided. The deposition will be taken before a court reporter authorized by law to administer oaths and will be recorded stenographically and by audio and visual means. The designated representative(s) of Celsius shall be the individual(s) with the most knowledge as to the topics listed in **Exhibit A**.

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.



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Counsel for the Special Committee invites a meet and confer regarding the scope, location and timing of the examination in compliance with applicable rules, to ensure objections, if any, may be resolved in advance of the deposition.

The Special Committee reserves its rights under title 11 of the United States Code (the “Bankruptcy Code”), the Bankruptcy Rules, the Local Rules, and any applicable law regarding the subject matter of this Notice and to amend, supplement, and/or modify the attached in accordance with the Bankruptcy Code, Bankruptcy Rules, the Local Rules, and other applicable law.

Dated: June 17, 2025

/s/ Trace Schmeltz

Vincent P. (Trace) Schmeltz III (*Pro Hac Vice*)

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

Certificate of Service

I certify that on June 17, 2025, a true and correct copy of the foregoing was served on Mr. Proman and counsel for Celsius Core LLC by email and overnight mail.

/s/ Trace Schmeltz
Trace Schmeltz

EXHIBIT A

Pursuant to Local Rule 2004-1(d) and Federal Rule of Civil Procedure Rule 30(b)(6), the Special Committee hereby appraises the designated representative(s) of Celsius Core LLC (“Celsius”) that the deposition will cover the following topics:

1. Celsius’s knowledge about each cause of action of the Debtors’ bankruptcy estates (the “Estates”), including, but not limited to evidence supporting each claim.
2. Celsius’s knowledge and evidence relating to any other value and potential value to the Estates, including but not limited to potential causes of action relating to:
 - a. Fraud;
 - b. Miner contracts;
 - c. MicroBT;
 - d. The “vacation fund”; and
 - e. Whinstone.
3. The value Celsius has added to the Estates and evidence demonstrating that value.
4. Celsius’s role as a member of the Ad Hoc Group of SAFE Parties (“SAFE AHG”).
5. Celsius’s involvement in developing positions taken by the SAFE AHG.
6. Celsius’s and the SAFE AHG’s involvement in developing a chapter 11 plan for the Debtors.
7. David Proman’s interest in litigating and liquidating estates as a business.
8. Celsius’s own bankruptcy.
9. The Simple Agreement for Future Equity (“SAFE”) that Celsius entered into with Rhodium Enterprises, Inc. and the related Side Letter Agreement, dated June 2, 2021 and the Contribution Agreement, including but not limited to:
 - a. Negotiations;
 - b. Revisions;
 - c. Terms and conditions in the final agreements;
 - d. Accounting treatment; and

- e. Any dividend(s) received in connection with the investment.
- 10. Representations made in and about the SAFE Private Placement Memorandum (“PPM”) dated July 26, 2021.
- 11. Representations made during and about the Rhodium shareholder call update on July 22, 2021.
- 12. The Debtors’ acts, conduct, or property.
- 13. The Debtors’ liabilities and financial condition.
- 14. Any matter that may affect the administration of the Debtors’ Estates.
- 15. The source of any money or property the Debtors acquired or will acquire for the purpose of consummating a plan and the consideration given or offered.

The Special Committee requests that Celsius provide written notice at least seven (7) calendar days prior to the oral examination date of the name(s) and title(s) of the individual(s) designated pursuant to Federal Rule of Civil Procedure 30(b)(6) to testify on its behalf, and if more than one individual is designated, the topics upon which each individual has been designated.