

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

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

**NOTICE OF FILING PLAN SUPPORT AGREEMENT**

PLEASE TAKE NOTICE that on June 18, 2025, the debtors and debtors-in-possession in the above-captioned chapter 11 cases (the “Debtors”) filed their *Amended Joint Chapter 11 Plan of Liquidation of Rhodium Encore LLC and Its Affiliated Debtors* with the United States Bankruptcy Court for the Southern District of Texas (the “Amended Plan”).

PLEASE TAKE FURTHER NOTICE that the Debtors, acting through the Special Committee, are filing herewith a corrected version of Exhibit C to the Amended Plan, which contains corrected totals for the parties exercising warrants shown on Exhibit C.

*[Remainder of page intentionally left blank.]*

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<sup>1</sup> 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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Dated: June 23, 2025

BARNES & THORNBURG LLP

/s/ Trace Schmeltz

Vincent P. (Trace) Schmeltz III (pro hac vice)  
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*Counsel for the Special Committee of the  
Board of Directors of Rhodium Enterprises,  
Inc.*

**CERTIFICATE OF SERVICE**

I certify that on June 23, 2025, I caused a copy of the foregoing document to be served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas.

**Vincent P. (Trace) Schmeltz III**

/s/ Trace Schmeltz

## Term Sheet -- Exhibit A

| Shareholder   | Original           | Exercised Warrants | Total - Original and Exercised Warrants | Signed On To Term Sheet |
|---|--------------------|--------------------|---|-------------------------|
| <b>Shareholders Participating In Warrant Exercise</b>   |                    |                    |   |                         |
| DLT Data Center 1 LLC   | 8,451,513          | 35,055,157         | 43,506,670                              | YES                     |
| Private Investor Club Feeder Fund 2020-D LLC  | 4,400,736          | 10,901,722         | 15,302,458                              | YES                     |
| Private Investor Club Feeder Fund 2020-E LLC  | 2,883,811          | 7,143,921          | 10,027,732                              | YES                     |
| Private Investor Club Feeder Fund 2020-G LLC  | 6,030,522          | 14,939,109         | 20,969,631                              | YES                     |
| Private Investor Club Feeder Fund 2020-H LLC  | 4,771,715          | 11,820,730         | 16,592,445                              | YES                     |
| Stadlin Group Investments LLC (Series Rockdale)   | 434,801            | 552,681            | 987,482                                 | YES                     |
| Stadlin Group Investments LLC   | 295,689            | 375,854            | 671,543                                 | YES                     |
| Stadlin Group Investments Series Rhodium LLC  | 688,319            | 874,931            | 1,563,250                               | YES                     |
| Proof Capital Alternative Growth Fund   | 3,515,144          | 4,970,955          | 8,486,099                               | YES                     |
| Proof Capital Alternative Income Fund   | 4,059,161          | 5,439,549          | 9,498,710                               | YES                     |
| Proof Proprietary Investment Fund Inc   | 3,185,503          | 2,093,037          | 5,278,540                               | YES                     |
| Malcolm P And Emily T Fairbairn 2021 Charitable Remainder Unitrust                              | 15,064,364         | 33,021,574         | 48,085,938                              | YES                     |
| Nina C Fairbairn Charitable Remainder Unitrust  | 2,631,209          | 5,767,696          | 8,398,905                               | YES                     |
| Richard Fullerton   | 2,255,322          | 4,943,739          | 7,199,061                               | YES                     |
| Jerald And Melody Howe Weintraub Revocable Living Trust Dtd 02/05/98 As Amended                 | 1,503,548          | 3,295,826          | 4,799,374                               | YES                     |
| GR Fairbairn Family Trust   | 751,774            | 1,647,913          | 2,399,687                               | YES                     |
| Grant R Fairbairn Charitable Remainder Unitrust   | 751,774            | 1,647,913          | 2,399,687                               | YES                     |
| GRF Tiger Trust   | 751,774            | 1,647,913          | 2,399,687                               | YES                     |
| NC Fairbairn Family Trust   | 751,774            | 1,647,913          | 2,399,687                               | YES                     |
| NCF Eagle Trust   | 751,774            | 1,647,913          | 2,399,687                               | YES                     |
| Wilkins-Duignan 2009 Revocable Trust  | 676,596            | 1,483,121          | 2,159,717                               | YES                     |
| 345 Partners SPV2 LLC   | 187,943            | 411,977            | 599,920                                 | YES                     |
| Jacob Rubin   | 150,354            | 329,580            | 479,934                                 | YES                     |
| Rachana Pathak  | 75,177             | 164,790            | 239,967                                 | YES                     |
| Peter Stris   | 263,120            | 576,768            | 839,888                                 | YES                     |
| Victor O'Connell  | 75,177             | 164,790            | 239,967                                 | YES                     |
| Brian Cullinan  | 75,177             | 164,790            | 239,967                                 | YES                     |
| Jon Aborn   | 375,887            | 823,952            | 1,199,839                               | YES                     |
| Paul Schwarz  | 150,354            | 329,580            | 479,934                                 | YES                     |
| Moore Revocable Trust Dated July 31, 2014   | 75,177             | 164,790            | 239,967                                 |                         |
| Kintz Family Trust  | 150,354            | 1,576,848          | 1,727,202                               | YES                     |
| Kingdom Trust, FBO Emily Fairbairn  | -                  | 36,025,662         | 36,025,662                              | YES                     |
| Kingdom Trust, FBO Malcolm Fairbairn  | -                  | 15,125,969         | 15,125,969                              | YES                     |
| <b>Other Participating Shareholders With Shares Invested Through Rhodium 2.0 <sup>(1)</sup></b> |                    |                    |   |                         |
| AFC Development, LLC  | 41,409             | 171,757            | 213,166                                 |                         |
| Arctos Credit LLC   | 207,048            | 858,795            | 1,065,843                               |                         |
| Brennan M. Nacol 2015 Irrevocable Trust   | 414,096            | 1,717,590          | 2,131,686                               |                         |
| Christopher Blackerby   | 310,572            | 1,288,192          | 1,598,764                               |                         |
| Clark and Laurie Kemble   | 103,524            | 429,396            | 532,920                                 |                         |
| Colin Hutchings   | 41,409             | 171,757            | 213,166                                 |                         |
| Dro IP3 LLC   | 124,228            | 515,275            | 639,503                                 |                         |
| Elysium Mining, LLC   | 718,456            | 2,980,015          | 3,698,471                               |                         |
| Equity Trust Company Custodian FBO Valentin Angelkov IRA  | 207,048            | 858,795            | 1,065,843                               |                         |
| ERS Capital, LLC  | 124,228            | 515,275            | 639,503                                 |                         |
| Gaurav Parikh 2020 Revocable Trust  | 256,739            | 1,064,903          | 1,321,642                               |                         |
| Jacquelyn B. Nacol 2015 Irrevocable Trust   | 76,628             | 317,838            | 394,466                                 |                         |
| James M. Farrar & Adda B.D. Farrar  | 62,114             | 257,636            | 319,750                                 |                         |
| KEEKBC LLC  | 124,228            | 515,275            | 639,503                                 |                         |
| LNW Family II, L.P.   | 207,048            | 858,795            | 1,065,843                               |                         |
| Morrison Park Capital LLC   | 41,409             | 171,757            | 213,166                                 |                         |
| Omega Capital Ventures S.R.L.   | 207,048            | 858,795            | 1,065,843                               |                         |
| Pat C. Hawkins  | 41,409             | 171,757            | 213,166                                 |                         |
| Printing Capital I, L.P.  | 115,946            | 480,921            | 596,867                                 |                         |
| Proof Capital Alternative Income Fund   | 414,096            | 1,717,590          | 2,131,686                               |                         |
| R2BMI LLC   | 68,325             | 283,399            | 351,724                                 |                         |
| REolutions Real Estate Services, LLC  | 82,819             | 343,517            | 426,336                                 |                         |
| RH Fund II, a series of Telegraph Treehouse, LP   | 496,915            | 2,061,107          | 2,558,022                               |                         |
| Robert M. and Nancy T. Spencer  | 41,409             | 171,757            | 213,166                                 |                         |
| Rossano N. Wlodawsky and Marnie S. Wlodawsky Joint Revocable Living Trust                       | 41,409             | 171,757            | 213,166                                 |                         |
| Ryan Nacol 2015 Irrevocable Trust   | 153,257            | 635,681            | 788,938                                 |                         |
| Scott A. Thurman  | 41,409             | 171,757            | 213,166                                 |                         |
| Shane M. Blackmon   | 621,144            | 2,576,384          | 3,197,528                               |                         |
| Solo Sessions, LLC Profit Sharing Plan  | 51,140             | 212,118            | 263,258                                 |                         |
| The Goodman Family Trust  | 82,819             | 343,517            | 426,336                                 |                         |
| The Kirk A. Blackmon 2013 Family Trust  | 1,242,288          | 5,152,769          | 6,395,057                               |                         |
| The Trudo T. M. Letschert, II Revocable Trust   | 76,628             | 317,838            | 394,466                                 |                         |
| Thomas Lienhart   | 62,114             | 257,636            | 319,750                                 |                         |
| UpgradeYa Investments, LLC  | 414,096            | 1,717,590          | 2,131,686                               |                         |
| VIDA KICK LLC   | 82,819             | 343,517            | 426,336                                 |                         |
| <b>Totals for Parties Exercising Warrants</b>   | <b>73,582,817</b>  | <b>237,461,121</b> | <b>311,043,938</b>                      |                         |
| Other Class A Shareholders Not Included in the Above Warrant Offering                           | 44,863,822         |                    | 44,863,822                              |                         |
| LTIPs   | 37,014,440         |                    | 37,014,440                              |                         |
| Debt Penny Warrants   | 7,077,800          |                    | 7,077,800                               |                         |
| <b>Total</b>  | <b>162,538,879</b> |                    | <b>400,000,000</b>                      |                         |

(1) Shareholders listed under "Other Participating Shareholders With Shares Invested Through Rhodium 2.0" are only shown share counts to the extent their shares arose through an investment through Rhodium 2.0. These shareholders may also have additional shares captured in "Other Class A Shareholders Not Included in the Above Warrant Offering".

| Warrant Exercise                                    | Warrants           | Exercised for Own Account | Exercised and Assigned | Remaining          |
|---|--------------------|---------------------------|------------------------|--------------------|
| The Kingdom Trust Company, FBO Emily T. Fairbairn   | 205,800,000        | 36,025,662                | -                      | 169,774,338        |
| The Kingdom Trust Company, FBO Malcolm P. Fairbairn | 205,800,000        | 15,125,969                | -                      | 190,674,031        |
| GRF Tiger Trust                                     | 158,910,000        | 1,647,913                 | 90,682,876             | 66,579,212         |
| NCF Eagle Trust                                     | 158,910,000        | 1,647,913                 | 90,682,876             | 66,579,212         |
| Kintz Family Trust                                  | 20,580,000         | 1,647,913                 | -                      | 18,932,087         |
| <b>Total</b>  | <b>750,000,000</b> | <b>56,095,370</b>         | <b>181,365,751</b>     | <b>512,538,879</b> |