Case 24-90448 Document 1478 Filed in TXSR on 07/25/25 Page 1 of 4 Docket #1478 Date Filed: 07/25/2025

ket #1478 Date Filed: 07/25/2025 United States Bankruptcy Court Southern District of Texas

ENTERED

July 25, 2025 Nathan Ochsner, Clerk

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

| In re: | <u> </u> | Chapter 11 |
|------------------------------|-------------|---------------------------------------|
| RHODIUM ENCORE LLC, et al.,1 | § § 8 | Case No. 24-90448 (ARP) |
| Debtors. | \$ § | (Jointly Administered) |
| | § | · · · · · · · · · · · · · · · · · · · |

STIPULATED MODIFICATION TO ORDER AMENDING FINAL CASH COLLATERAL ORDER AUTHORIZING FINAL PAYMENT TO PREPETITION SECURED LENDERS

(Relates to ECF Nos. 1056 and 1197)

WHEREAS, on May 5, 2025, the Debtors filed their Motion for Entry of an Order Authorizing the Debtors to Amend the Final Cash Collateral Order to Provide for Payment to Prepetition Secured Lenders (the "Motion") (ECF No. 1056);

WHEREAS, the Motion requested authorization to pay all prepetition secured lenders of Rhodium Encore LLC ("Encore Secured Lenders");

WHEREAS, following a hearing on the Motion, this Court entered the *Order Amending* the Final Cash Collateral Order to Authorize Final Payment to Prepetition Secured Lenders (the "Order")² (ECF No. 1197) on May 28, 2025;

WHEREAS, the Order authorized payment to certain Encore Secured Lenders as listed on the Exhibit to the Order;

² Terms used but not defined herein shall have the meaning ascribed to them in the Motion and Order.



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.

WHEREAS, one Encore Secured Lender, Wilkins-Duignan 2009 Revocable Trust ("Wilkins"), was not included on the Exhibit to the Order at the request of the SAFE Ad Hoc Group;

WHEREAS, the SAFE Ad Hoc Group has now withdrawn its pending discovery request to Wilkins and does not object to the payment of the Wilkins secured prepetition claim with postpetition accrued interest;

WHEREAS, the Debtors and SAFE Ad Hoc Group have agreed to amend the Exhibit attached to the Order to include Wilkins and request the Court approve this Stipulated Modification to the Order;

NOW THEREFORE, the parties agree as follows:

1. The Exhibit to the Order is amended to include the following under the heading "Rhodium Encore LLC."

| | Petition Date | Present | | | | |
|-----------------------------------------|------------------|-----------------------------|-----------------------------|---------------------|----------------------|--|
| Claim Holder | Claim Amount | Accrued Interest Date | Accrued Interest Rate | Accrued Interest | Total Debt Amount | |
| Wilkins-Duignan 2009 Revocable Trust | \$634,313 | 7/22/25 | 2.20% | \$12,597.68 | \$646,910.68 | |

- 2. The Order is amended to authorize the Final Adequate Protection Payment to Wilkins as set forth on the Exhibit as amended hereby.
- 3. The Debtors are authorized to take all actions necessary to effectuate this Stipulated Modification to the Order.

4. The Court has and will retain exclusive jurisdiction with respect to all matters arising from or related to the implementation of the Order as modified by this Stipulated Modification.

Signed: July 25, 2025

Alfredo R Pérez

United States Bankruptcy Judge

STIPULATED AND AGREED:

COUNSEL TO DEBTORS:

QUINN EMANUEL URQUHART & SULLIVAN, LLP

By: /s/ Patricia B. Tomasco

Patricia B. Tomasco (SBN 01797600) Cameron Kelly (SBN 24120936) Alain Jaquet (admitted pro hac vice) Rachel Harrington (admitted 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 (admitted pro hac vice)
Razmig Izakelian (admitted pro hac vice)
Ben Roth (admitted 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

Email: benroth@quinnemanuel.com

COUNSEL TO THE AD HOC GROUP OF SAFE PARTIES:

AKIN GUMP STRAUSS HAUER & FELD LLP

By: /s/ Sarah Link Schultz

Sarah Link Schultz (SBN 24033047) Elizabeth D. Scott (SBN 24059699) 2300 N. Field Street, Suite 1800

Dallas, TX 75201-2481 Telephone: (214) 969-2800 Email: sschultz@akingump.com Email: edscott@akingump.com

- and -

Mitchell P. Hurley (admitted pro hac vice)

One Bryant Park

New York, NY 10036-6745 Telephone: (212) 872-1000 Email: mhurley@akingump.com