

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE 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

**BARNES & THORNBURG LLP'S TENTH MONTHLY FEE
STATEMENT FOR THE PERIOD
JUNE 1, 2025 THROUGH JUNE 30, 2025**

Barnes & Thornburg LLP (“B&T”) submits, pursuant to the Order Granting the Motion of the Debtors to Establish Procedures for Interim Compensation and Reimbursement of Expenses for Professionals (the “Interim Compensation Order”) (ECF No. 264) entered on October 14, 2024, this monthly fee statement for the payment of interim compensation rendered and reimbursement of expenses incurred during the period from June 1, 2025, through June 30, 2025, inclusive (the “Tenth Monthly Fee Statement”).

B&T seeks payment of interim compensation in the total amount of \$463,672.40 (80% of the services rendered), plus \$28,780.14 (100% of the interim expenses incurred). Summaries of the fees and expenses are attached hereto as Exhibits A and B. An invoice reflecting detailed time entries is attached hereto as Exhibit C.

Pursuant to the Interim Compensation Order, any party objecting to the payment of interim compensation and reimbursement of expenses will have 14 days after service of the Tenth

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.



Monthly Fee Statement to serve a written notice, via email, upon B&T and each of the other Fee Notice Parties (as listed below) (the “Notice of Objection to Monthly Statement”). The Notice of Objection to Monthly Statement shall set forth with reasonable detail the nature of the objection and the amount at issue. If the parties are unable to reach a resolution of the objection within 14 days of serving the Notice of Objection to Monthly Statement, the objecting party shall file its objection (the “Objection”) with this Court within three business days and serve such Objection on B&T and each of the other Fee Notice Parties. *See* Interim Compensation Order, ¶ 1(b).

The Fee Notice Parties as defined in the Interim Compensation Order are:

Rhodium Enterprises, Inc.

Attn: Charles Topping (chucktopping@rhdm.com)

and Morgan Soule (morgansoule@rhdm.com)

2617 Bissonnet Street, Suite 234

Houston, Texas 77005

Debtors’ Bankruptcy Counsel, c/o Quinn Emanuel Urquhart & Sullivan, LLP

Attn: Patricia B. Tomasco (pattytomasco@quinnemanuel.com);

Razmig Izakelian (razmigizakelian@quinnemanuel.com),

Alain Jaquet (alainjaquet@quinnemanuel.com),

and Joanna D. Caytas (joannacaytas@quinnemanuel.com),

700 Louisiana, Suite 3900,

Houston, Texas 77002

Debtors’ Financial Advisor, c/o Province

Attn: Mark Robinson (mrobinson@provincefirm.com);

David Dunn (ddunn@provincefirm.com);

Kirsten Lee (klee@province.com);

and Andrew Popescu (apopescu@provincefirm.com),

2360 Corporate Circle, Suite 340,

Henderson, Nevada 89074

Galaxy Digital, LLC, in its capacity as DIP Agent, c/o Orrick, Herrington & Sutcliffe LLP,

Ryan C. Wooten (rwooten@orrick.com)

609 Main, 40th Floor

Houston, Texas 77002

and Robert Trust (rtrust@orrick.com)

Mark Franke (mfranke@orrick.com)

and Brandon Batzel (bbatzel@orrick.com)

51 West 52nd Street

New York, New York 10019

Counsel or proposed counsel to any statutory committee appointed in these Chapter 11 Cases

and

United States Trustee,
Ha Minh Nguyen (ha.nguyen@usdoj.gov),
515 Rusk, Suite 3516
Houston, Texas 77002

If no objection is timely served pursuant to the Interim Compensation Order, the Debtors shall be authorized and directed to pay B&T an amount equal to 80% of the fees and 100% of the expenses listed herein, or if an objection is timely served, such percentage of fees and expenses that are not subject to an objection, as stated in the Interim Compensation Order.

Respectfully submitted this 31st day of July 2025.

QUINN EMANUEL URQUHART & SULLIVAN,
LLP

/s/ Patricia B. Tomasco

Patricia B. Tomasco (SBN 01797600)

Joanna D. Caytas (SBN 24127230)

Cameron Kelly (SBN 24120936)

Alan Jaquet (*pro hac vice*)

711 Louisiana, Suite 500

Houston, Texas 77002

Telephone: 713-221-7000

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Email: pattytomasco@quinnemanuel.com

Email: joannacaytas@quinnemanuel.com

Email: cameronkelly@quinnemanuel.com

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-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

Counsel to the Debtors and Debtors-in-Possession

BARNES & THORNBURG LLP

/s/ Trace Schmeltz

Vincent P. (Trace) Schmeltz III

Kenneth Kansa

Aaron Gavant

One N. Wacker Drive, Suite 4400

Chicago, Illinois 60606-2833

Telephone: 312-214-4830

Facsimile: 312-759-5646

Email: Trace.Schmeltz@btlaw.com

Email: KKansa@btlaw.com

Email: AGavant@btlaw.com

*Counsel to the Special Committee of Rhodium
Enterprises, Inc.*

CERTIFICATE OF SERVICE

I certify that on July 31, 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

EXHIBIT A**Summary of Hours billed by Barnes & Thornburg Attorneys and Paraprofessionals**

Professional	Position With the Applicant	Year Admitted	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Trace (Vincent P.) Schmeltz	Partner	1997	Litigation	\$1,000.00	110.60	\$116,800.00
Kenneth Kansa	Partner	1999	Restructuring and Bankruptcy	\$1,205.00	119.10	\$143,515.50
Carrie M. Raver	Partner	1999	Litigation	\$950.00	36.90	\$22,230.00
Aaron Gavant	Partner	2009	Restructuring and Bankruptcy	\$905.00	10.20	\$9,231.00
Kathleen L. Matsoukas	Partner	2005	Litigation	\$880.00	69.00	\$60,720.00
Charlotte Underwood	Counsel	2014	Litigation	\$1,070.00	25.90	\$27,713.00
Ning He	Of Counsel	2016	Litigation	\$865.00	140.30	\$121,359.50
Paige (Catherine) Lohse	Partner	2015	Litigation	\$720.00	44.00	31,680.00
Caroline Payne	Associate	2021	Litigation	\$485.00	4.70	\$2,279.50
Anna Bninski	Associate	2023	Litigation	\$505.00	29.90	\$15,099.50
Kevin Warren	Associate	2024	Litigation	\$485.00	2.60	\$1,261.00
Mariana Renke	Associate	2024	Litigation	\$485.00	1.80	\$873.00
Lydia Parks	Associate	2025	Litigation	\$485.00	11.30	\$5,480.50
Anita Peterson	Paralegal	N/A	Litigation	\$405.00	50.80	\$20,574.00
Eric Beard	Litigation Support Manager	N/A	Legal Operations	\$315.00	1.60	\$504.00
Janelle Peters	Litigation Support Project Coordinator	N/A	Legal Operations	\$300.00	0.90	\$270.00
Total					652.30	\$579,590.50

EXHIBIT B**Summary of Expenses for the Fee Period**

Date	Expense	Amount
05/01/25	T. Schmeltz - Uber - hotel to airport Return from Dallas mediation	\$55.33
05/01/25	T. Schmeltz - Uber - hotel to airport tip Return from Dallas mediation	\$13.00
05/01/25	T. Schmeltz - Uber - airport to home Return from Dallas mediation	\$95.57
05/01/25	T. Schmeltz - Uber - airport to home tip Return from Dallas mediation	\$19.11
05/31/25	American Express Airfare – T. Schmeltz – IAH ORD 6/5/2025- 6/5/2025 Inv113437	\$345.74
06/10/25	E-Filing Court Documents	\$50.00
06/10/25	US Legal Support Inc. - certified transcript of N. Inv Number 20251012691-14	\$2,055.15
06/11/25	American Express Airfare – T. Schmeltz – ORD LGA ORD 6/22/2025 – 6/25/2025 Inv115372	\$722.58
06/13/25	American Express Airfare – C. Raver – FWA LGA FWA 6/20/2025 – 6/24/2025 Inv115834	\$592.37
06/17/25	JAMS Inc. Mediation Fees Inv Number 7748674	\$17,500.00
06/17/25	FedEx Inv#889958526 to M. Hurley, Akin Gump from C. Underwood	\$34.62
06/18/25	E-Filing Court Documents	\$50.00
06/25/25	American Express – C. Topping – Hotel – “The Lexington New York, New York, NY” Inv115116	\$996.56
06/26/25	FedEx PS Ship Inv#891430002 to S. Schultz, Akin Gump from T. Schmeltz	\$34.62
06/26/25	FedEx PS Ship Inv#891430002 to M. Hurley, Akin Gump from T. Schmeltz	\$34.62
06/28/25	American Express Airfare – T. Schmeltz - ORD LAX ORD 6/30/2025 – 7/3/2025 Inv118260	\$995.41
06/30/25	T. Schmeltz – Parking 06-25-205 Travel to New York to attend June 23, 2025 JAMS mediation	\$189.00
06/30/25	T. Schmeltz – Uber from LGA to hotel 06-22-2025 Travel to New York to attend June 23, 2025 JAMS mediation	\$90.72
06/30/25	T. Schmeltz – Uber from hotel to LGA 06-25-2025 Travel to New York to attend June 23, 2025 JAMS mediation	\$91.60
06/30/25	T. Schmeltz – Lodging 06-22-2025 – 06-25-2025 Travel to New York to attend June 23, 2025 JAMS mediation	\$1,816.14
06/30/25	Everlaw Inc – Professional Services; Active Review – eDiscovery Hosting Services Subscription Fees	\$1,876.00
06/30/25	E-Filing Court Documents	\$50.00
06/30/25	Everlaw Inc – Professional Services; Early Case Assessment – eDiscovery Hosting Services Subscription Fees	\$1,072.00
Total		\$28,780.14

EXHIBIT C

BARNES & THORNBURG LLP

One North Wacker Drive, Suite 4400
Chicago, Illinois 60606 U.S.A.
E.I.N. 35-0900596
(312) 357-1313

SPECIAL COMMITTEE OF THE BOARD OF
DIRECTORS OF RHODIUM
DAVID EATON
251 LITTLE FALLS DRIVE
WILMINGTON, DE 19808
DAVIDEATON@RHDM.COM

Invoice 3447973

July 30, 2025
Trace (Vincent P.) Schmeltz
00101065-00000001

PAYABLE UPON RECEIPT

Fees for Services	\$	579,590.50
Other Charges	\$	28,780.14
Total This Invoice	\$	608,370.64

To remit payments by check, please return this page with remittance to:

Barnes & Thornburg LLP, 11 South Meridian Street, Indianapolis, Indiana 46204-3535 U.S.A.

To remit payments by ACH or Wire, send remittance advice to wireconfirmations@btlaw.com Send payment to:

Fifth Third Bank, Indianapolis, IN, Account Number: 7653510706 SWIFT CODE: FTBCUS3C

ABA #074908594 for ACH

ABA #042000314 for Wires

We do not communicate changes to our bank account details by email. If you receive such a request, please call our office using a verified number before taking any action.

BARNES & THORNBURG LLP

One North Wacker Drive, Suite 4400
Chicago, Illinois 60606 U.S.A.
E.I.N. 35-0900596
(312) 357-1313

SPECIAL COMMITTEE OF THE BOARD OF
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July 30, 2025
Trace (Vincent P.) Schmeltz
00101065-00000001

PAYABLE UPON RECEIPT

00101065-00000001

FIDUCIARY DUTY INVESTIGATION

For legal services rendered in connection with the above matter for the period ending June 30, 2025 as described on the attached detail.

Fees for Services	\$	579,590.50
Other Charges	\$	<u>28,780.14</u>
Total This Invoice	\$	608,370.64

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DIRECTORS OF RHODIUM

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FIDUCIARY DUTY INVESTIGATION

Summary of Invoice

Date	Name	Description	Hours	Amount
06/01/25	Kathleen L. Matsoukas	Continue review of potentially privileged documents for production and production log (.7); communicate with team regarding questions pertaining to same (.3).	1.00	880.00
06/01/25	Mariana Renke	Review documents to be produced that are flagged for potential privilege issues to determine any needed redactions or withholding, protecting privilege.	1.80	873.00
06/01/25	Kenneth Kansa	Emails to T. Schmeltz on overnight revisions to term sheet and PSA (.2); T/c T. Schmeltz on settlement status (.1); revise Exhibit B to PSA (.2); email to T. Schmeltz on settlement treatment of derivative litigation (.1); review and revise Term Sheet and PSA based on counterparty comments (1.3); circulate same to counterparties with covering comments (.4); review counterparty emails with additional comments to Term Sheet and PSA (.7); email to T. Schmeltz on same (.1); update Term Sheet and PSA based on counterparty comments (.4); email to A. Popescu on revisions to Exhibit A to Term Sheet (.1); further review of counterparty emails on Term Sheet and PSA (.6); email to A. Popescu on revisions to Exhibit A to Term Sheet (.1).	4.30	5,181.50
06/01/25	Paige Lohse	Analyze and send correspondence regarding recent developments to ensure appropriate tasks implemented (.9); privilege review and follow up (1.1).	2.00	1,440.00
06/01/25	Aaron Gavant	Review filings on protective order, Proof equitization transaction (.4); communications with BT team regarding same (.1).	0.50	452.50
06/01/25	Kevin Warren	Evaluate second assignment group of 255 documents for privilege in furtherance of document production per request of K. Matsoukas and P. Lohse.	2.60	1,261.00
06/01/25	Trace (Vincent P.) Schmeltz	Call with K. Kansa regarding settlement status.	0.10	100.00

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DIRECTORS OF RHODIUM

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FIDUCIARY DUTY INVESTIGATION

Date	Name	Description	Hours	Amount
06/02/25	Charlotte Underwood	Attention to privilege review of IMP documents (.7); correspondence with Debtors and review of tax papers (.3); correspond with BDO regarding the same (.2); confer with P. Lohse regarding C. Topping deposition (.2); communication with T. Schmeltz regarding mediation status (.1).	1.50	1,605.00
06/02/25	Anita Peterson	Communication regarding deposition of C. Topping and assist attorneys in executing strategy per request of P. Lohse (.2); precise tracking and timely updates of deadlines and filings (.2).	0.40	162.00
06/02/25	Kenneth Kansa	Review settlement document revisions from counterparties (.5); participate in am call with settlement parties on term sheet and PSA (.5); email to T. Schmeltz on settlement approvals (.1); teleconference with T. Schmeltz on settlement documents (.1); revise term sheet (.2); emails to settlement counterparties on revisions to governing documents (.6); participate in tax structuring call for settlement (1.3); follow up t/cs with T. Schmeltz and M. Robinson on same (.2); revise Term Sheet and PSA with tax and counterparty changes (.4); circulate same to counterparties with covering comments (.3); pm call with counterparties on Term Sheet and PSA (.6); revise term sheet and circulate same to counterparties with tax changes (.3); further emails to/from counterparties on finalization of settlement (.5); review emails on settlement approvals (.2).	5.80	6,989.00
06/02/25	Paige Lohse	Review materials in preparation for C. Topping deposition (1.8); confer with C. Underwood regarding same (.2); attend deposition of C. Topping (3.1); summarize deposition (.9); analyze and send correspondence regarding recent developments (.4); confer with A. Bninski regarding discovery (.1); additional privilege review and follow up (.4).	6.90	4,968.00
06/02/25	Lydia Parks	Review latest draft of the settlement term sheet to prepare for upcoming motions.	0.30	145.50
06/02/25	Anna Bninski	Communication with document review team regarding privilege designations (.1); confer with	0.40	202.00

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DIRECTORS OF RHODIUM

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FIDUCIARY DUTY INVESTIGATION

Date	Name	Description	Hours	Amount
		P. Lohse regarding discovery (.1); review responses to SAFE subpoenas (.2).		
06/02/25	Kathleen L. Matsoukas	Work with litigation support to prepare for production of documents and privilege log (.4); complete review, tagging, and checking of documents for privilege (1.5); multiple communications with C. Underwood regarding production questions (.4).	2.30	2,024.00
06/02/25	Trace (Vincent P.) Schmeltz	Work on all aspects of Plan Support Agreement and Plan.	1.30	1,300.00
06/02/25	Trace (Vincent P.) Schmeltz	Teleconference with K. Kansa regarding settlement documents (.1); calls with K. Kansa and M. Robinson regarding tax structuring call for settlement (.2).	0.30	300.00
06/03/25	Charlotte Underwood	Draft summary of disputed issues (.8); confer with P. Lohse regarding experts (.1); review summary of Proof briefing (.2).	1.10	1,177.00
06/03/25	Anita Peterson	Review 2025-05-30 (Dkt 1216) Debtors' Further Disclosure Regarding Proof Capital and assist attorneys in executing strategy per request of T. Schmeltz (.2); review 2025-06-02 (Dkt 1221) Response of Proof Capital to Debtors' Further Disclosure Regarding the Proof Transaction and assist attorneys in executing strategy per request of T. Schmeltz (.2); precise tracking and timely updates of deadlines and filings and assist attorneys in executing strategy per request of T. Schmeltz (.1); emails with K. Matsoukas regarding Proof Capital filings (.2); review emails from K. Matsoukas regarding summary of Proof Capital response (.2); precise tracking and timely updates of deadlines and filings (.1); email with B. Funk requesting RTL tax returns and assist attorneys in executing strategy for settlement per request of T. Schmeltz (.2).	1.20	486.00
06/03/25	Carrie M. Raver	Evaluate mediator request for information.	0.20	190.00
06/03/25	Carrie M. Raver	Compile and draft responses to mediator request for information.	1.30	1,235.00
06/03/25	Paige Lohse	Analyze and send correspondence regarding recent developments (1.2); confer with C.	2.00	1,440.00

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DIRECTORS OF RHODIUM

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FIDUCIARY DUTY INVESTIGATION

Date	Name	Description	Hours	Amount
		Underwood regarding experts (.1); correspondence relating to hearing on LKC retention application (.2); call regarding exhibits prior to hearing on LKC retention application (.5).		
06/03/25	Kathleen L. Matsoukas	Review and summarize Proof Capital response brief (1.8); work on privilege review and log for SAFE investors per order by reviewing designations and working with litigation support team (1.7); communicate with team regarding questions and strategy around Proof Capital issues (.3).	3.80	3,344.00
06/03/25	Anna Brinski	Work on index of produced documents.	0.50	252.50
06/03/25	Kenneth Kansa	Email to T. Schmeltz on exhibits to DS approval order.	0.10	120.50
06/03/25	Kenneth Kansa	Email to M. Robinson on PSA.	0.10	120.50
06/03/25	Kenneth Kansa	Tax conference with PSA parties on Plan Support Agreement.	1.00	1,205.00
06/03/25	Kenneth Kansa	Review and revise PSA.	0.90	1,084.50
06/03/25	Kenneth Kansa	Review incoming pleadings.	0.20	241.00
06/03/25	Kenneth Kansa	Review PSA parties' emails on execution of PSA.	0.20	241.00
06/03/25	Kenneth Kansa	Review M. Robinson email and attached materials on SAFEs.	0.20	241.00
06/03/25	Kenneth Kansa	Review K. Matsoukas email on Proof pleading and dispute.	0.20	241.00
06/03/25	Kenneth Kansa	Review T. Schmeltz email on founders' issues on tax language.	0.20	241.00
06/03/25	Kenneth Kansa	Review PSA parties' emails on response to founders' tax issues on PSA.	0.60	723.00
06/03/25	Kenneth Kansa	Office conference with T. Schmeltz on PSA status and finalization.	0.40	482.00
06/03/25	Kenneth Kansa	Review T. Schmeltz emails to PSA parties on status of settlement and PSA.	0.20	241.00
06/03/25	Kenneth Kansa	Further communications to/from PSA parties on settlement status, PSA execution, and next steps.	0.40	482.00

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FIDUCIARY DUTY INVESTIGATION

Date	Name	Description	Hours	Amount
06/03/25	Kenneth Kansa	Review C. Wheeler revised tax language for PSA.	0.30	361.50
06/03/25	Kenneth Kansa	Address potential incorporation of materials on revised PSA.	0.40	482.00
06/03/25	Trace (Vincent P.) Schmeltz	Multiple calls with Imperium team regarding tax issues for plan support agreement (2.3); multiple calls with D. Eaton, S. Wells, and M. Robinson regarding plan support agreement (2.0); office conference with K. Kansa regarding PSA status and finalization (.4); obtain an update on deposition (.3); calls with Wolfshol regarding the Unsecured Creditors Committee (.3); emails to plan support parties regarding plan support agreement (.8); prepare update on potential settlement (.6).	6.70	6,700.00
06/03/25	Eric Beard	Assist case team with revising and sharing privilege log documents, along with updating responsive documents with current issue tag.	0.60	189.00
06/04/25	Anna Bninski	Gather information relating to anti-dilutive warrants (.2); correspond with K. Kansa regarding same (1.); confer with P. Lohse regarding discovery (.1).	0.40	202.00
06/04/25	Kenneth Kansa	Ballots, confirmation hearing notice, and solicitation materials sent by P. Tomasco (.5); email to P. Tomasco on same (.1); teleconference with P. Tomasco and T. Schmeltz on same (.2); emails to/from A. Bninski on definition of ADW Warrants in Plan (.2); teleconference with R. Mates and T. Schmeltz on proposed tax settlement language (.1); office conferences with T. Schmeltz on settlement structure (.3); incorporate settlement structure into draft Plan (3.9); conference call with settlement parties on settlement terms and revisions (.5); teleconference with D. Dunn on incorporating settlement into Plan (.2).	6.00	7,230.00
06/04/25	Aaron Gavant	Review filings on Proof equitization transaction (.4); communications with BT team regarding impact of same (.1).	0.50	452.50
06/04/25	Charlotte Underwood	Confer with BDO regarding tax analysis (.2); review tax returns and prepare redactions (.7);	1.30	1,391.00

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FIDUCIARY DUTY INVESTIGATION

Date	Name	Description	Hours	Amount
		coordinate with team regarding privilege log for IMP documents (.3); confer with T. Schmeltz regarding settlement (.1).		
06/04/25	Anita Peterson	Assist attorneys in executing strategy for settlement per request of T. Schmeltz (.2); emails with Quinn Emanuel regarding request of RTL tax returns (.2); precise tracking and timely updates of deadlines and filings and assist attorneys in executing strategy per request of T. Schmeltz (.2); communication with mediator regarding invoice for supplemental mediation services (.1); review summary of fees for monthly fee statement (2.1); emails with billing clerk (K. Phillips) regarding monthly fee application (.4).	3.20	1,296.00
06/04/25	Paige Lohse	Analyze and send correspondence regarding recent developments (.1); correspondence relating to hearing on LKC retention application (.1); attend hearing on LKC retention applications (3.2).	3.40	2,448.00
06/04/25	Kathleen L. Matsoukas	Review revised sets of documents for privilege log and production of additional Imperium documents (.8); communications with Litigation Support team and C. Underwood regarding same (.4).	1.20	1,056.00
06/04/25	Caroline Payne	Update contact sheet per P.Lohse's direction.	2.20	1,067.00
06/04/25	Trace (Vincent P.) Schmeltz	Call with M. Robinson on PSA (.1); calls with B. Funk and M. Robinson regarding same (.3); call with B. Funk on revisions to PSA (.1); call with M. Robinson on same (.1); call with D. Eaton on settlement structure and revisions (.1); call with R. Mates on same (.1); call with B. Funk on same (.1); revise tax language for PSA (1.8); consider path to redeem Imperium from RTL (1.1); call with Class A shareholders regarding PSA revisions (.4).	4.20	4,200.00
06/04/25	Ning He	Analyze documents regarding tax indemnification issue.	0.80	692.00
06/04/25	Trace (Vincent P.) Schmeltz	Teleconference with P. Tomasco and K. Kansa regarding solicitation materials (.2); teleconference with R. Mates and K. Kansa	0.70	700.00

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DIRECTORS OF RHODIUM

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FIDUCIARY DUTY INVESTIGATION

Date	Name	Description	Hours	Amount
		regarding proposed tax settlement language (.1); office conference with K. Kansa regarding settlement structure (.3); confer with C. Underwood regarding settlement (.1).		
06/05/25	Anita Peterson	Emails with P. Lohse regarding incoming 2025-05-19 N. Nichols deposition transcript and exhibits (.2); emails with court reporter regarding same (.2); download 2025-05-19 N. Nichols deposition transcript and exhibits from secure site and upload to iManage Work and Microsoft Teams platforms per request of P. Lohse (.3).	0.70	283.50
06/05/25	Aaron Gavant	Review recent case filings (.3); multiple communications with BT team regarding settlement negotiations and plan amendment status (.5).	0.80	724.00
06/05/25	Paige Lohse	Summarize notes from hearing (2.0); analyze and send correspondence regarding recent developments (.4).	2.40	1,728.00
06/05/25	Anna Brinski	Update deposition index (.1); summarize documents produced by Proof Capital entities and UpgradeYa LLC (.9); communication with P. Lohse regarding same (.1).	1.10	555.50
06/05/25	Kenneth Kansa	Participate in board call preparation meeting with client, P. Tomasco, and T. Schmeltz (.7); review emails on Board prep call (.2); review emails on PSA/settlement language revisions on tax questions (.3); review and revise settlement provisions and incorporate same into draft plan (6.1).	7.30	8,796.50
06/05/25	Charlotte Underwood	Review tax returns (.2); confer with team regarding privilege review (.2).	0.40	428.00
06/05/25	Carrie M. Raver	Address mediation-related issues.	0.40	380.00
06/05/25	Trace (Vincent P.) Schmeltz	Calls with Imperium and its counsel on settlement (1.6); calls with C. Wheeler and M. Robinson on tax issues regarding settlement (1.5); calls with the Special Committee on PSA revisions (2.2); communications with B. Funk on term sheet revisions (.3); calls with M. Fox on tax terms for settlement (.6); calls with N. Cerasuolo and counsel on same (.8); calls with	7.40	7,400.00

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FIDUCIARY DUTY INVESTIGATION

Date	Name	Description	Hours	Amount
		R. Mates on same (.4).		
06/05/25	Eric Beard	Assist case team with revised searches related to privilege log meta fields, identify responsive documents with Issue tags and share view with case team.	0.60	189.00
06/05/25	Kathleen L. Matsoukas	Work on privilege review of certain Imperium documents in connection with anticipated court order on privilege log.	3.80	3,344.00
06/05/25	Trace (Vincent P.) Schmeltz	Call with Client, P. Tomasco and K. Kansa regarding board preparation meeting.	0.70	700.00
06/06/25	Anita Peterson	Review summary of fees for monthly fee statement (1.6); emails with billing clerk (K. Phillips) regarding monthly fee application (.3); review email regarding 2024 tax preparation and assist attorneys in executing strategy for settlement per request of T. Schmeltz (.1); review as-filed 2025-06-06 (Dkt) 1243 - [SEALED] SAFE AHG Emergency Motion to Terminate Exclusivity and assist attorneys in executing strategy for settlement per request of T. Schmeltz (.2).	2.20	891.00
06/06/25	Aaron Gavant	Communications with BT team regarding tax issues and plan negotiations.	0.30	271.50
06/06/25	Kenneth Kansa	Participate in all with PSA parties on finalizing term sheet (1.0); revise term sheet per comments from afternoon call (.3); email to T. Schmeltz on same (.1); review PSA party emails on term sheet (.3).	1.70	2,048.50
06/06/25	Paige Lohse	Analyze and send correspondence regarding recent developments (.1); prepare for expected depositions (.4).	0.50	360.00
06/06/25	Trace (Vincent P.) Schmeltz	Address Tax issues for PSA (.4); analyze LKC arguments for fees to determine whether we can reduce fees for estate (.6); call with J. Stokes on same (.6); analyze tax issues with financial advisors (.9); prepare for call with larger group regarding tax issues (.3); call with PSA group regarding tax issues and savings to estate achieved through Imperium settlement (1.3).	4.10	4,100.00
06/07/25	Anita Peterson	Multiple emails with clients regarding SAFE	0.50	202.50

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FIDUCIARY DUTY INVESTIGATION

Date	Name	Description	Hours	Amount
		AHG emergency motion and assist attorneys in executing strategy for settlement per request of T. Schmeltz (.3); execute strategy focusing on detailed tracking and timely updates of documents to iManage Work and Microsoft Teams platforms for attorney use per request of T. Schmeltz (.2).		
06/07/25	Anita Peterson	Email from counsel for SAFE AHG regarding redacted and non-redacted motion to terminate exclusivity (.1); review incoming 2025-06-07 (Dkt 1246) [SEALED] SAFE AHG Amended Motion to Terminate Exclusivity (.1); review incoming 2025-06-07 (Dkt 1247) [Redacted] SAFE AHG Amended Motion to Terminate Exclusivity (.1); execute strategy focusing on detailed tracking and timely updates of documents to iManage Work and Microsoft Teams platforms for attorney use per request of T. Schmeltz (.2).	0.50	202.50
06/07/25	Charlotte Underwood	Review orders and additional briefing filed by SAFE AHG.	0.30	321.00
06/07/25	Kenneth Kansa	Review SAFEs' motion to terminate exclusivity (.3); email to D. Eaton on same (.1); emails on execution of term sheet/PSA (.3); review PSA parties' emails on same (.4); draft and revise Plan to incorporate settlement (4.9); forward same to T. Schmeltz with covering comments (.2).	6.20	7,471.00
06/08/25	Aaron Gavant	Review SAFE motion to terminate exclusivity (.8); follow up communications relating to same (.2).	1.00	905.00
06/08/25	Kenneth Kansa	Review settlement emails (.4); review D. Eaton comments on settlement provisions of Plan (.2); draft and revise Plan to incorporate D. Eaton comments and additional updates (4.1); circulate same to Special Committee and BT teams with comments (.2).	4.90	5,904.50
06/08/25	Anita Peterson	Email with clients, Province team regarding plan support documents and assist attorneys in executing strategy for settlement per request of T. Schmeltz.	0.20	81.00

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FIDUCIARY DUTY INVESTIGATION

Date	Name	Description	Hours	Amount
06/08/25	Trace (Vincent P.) Schmeltz	Confer with R. Mates regarding potential settlement (1.2); work with team to revise PSA (.7); review SAFE filing (1.4).	3.30	3,300.00
06/09/25	Charlotte Underwood	Review briefing related to exclusivity (1.2); communications with team regarding the same (.3); review tax-related analysis by BDO (.2); communications with team regarding plan filings (.3).	2.00	2,140.00
06/09/25	Anita Peterson	Review incoming 2025-06-09 (Dkt 1254) Notice of Hearing (regarding SAFE AHG Amended Emergency Motion to Terminate Exclusivity) (.1); review incoming 2025-06-09 (Dkt 1255) The U.S. Trustee's Notice of Reconstitution of Committee of Unsecured Creditors (adding Proof Capital) (.1); emails with K. Kansa regarding recent bankruptcy filings and assist attorneys in executing strategy (.1); execute strategy focusing on detailed tracking and timely updates of documents to iManage Work and Microsoft Teams platforms for attorney use per request of T. Schmeltz (.2).	0.50	202.50
06/09/25	Aaron Gavant	Multiple communications with BT team regarding PSA status and next steps on plan.	0.50	452.50
06/09/25	Kenneth Kansa	Teleconference with M. Robinson on incorporation of settlement into plan (.4); teleconferences with T. Schmeltz on same (.4); meeting with client, Province, Quinn Emanuel, and T. Schmeltz on next steps regarding settlement (.9); email P. Tomasco on settlement plan (.1); review notice of SAFEs' motion to terminate exclusivity and circulate to BT team (.1); review and revise settlement term sheet (1.3); email to L. Weber on same (.1); review notice of creditors' committee reconstitution and email to BT team on same (.2); draft notice of filing of plan support agreement (.3); circulate plan support agreement and term sheet to PSA parties (.3); emails to litigation team on response to exclusivity motion and settlement status (.4); email to R. Mates on filing PSA (.1); review incoming pleadings (.3); review settlement documents and incorporation of same in plan (.8).	5.70	6,868.50

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FIDUCIARY DUTY INVESTIGATION

Date	Name	Description	Hours	Amount
06/09/25	Lydia Parks	Communications with K. Kansa about the SAFEs' recent filing.	0.20	97.00
06/09/25	Anna Brinski	Review investigation team correspondence/filings regarding SAFEs and Proof Capital.	0.20	101.00
06/09/25	Carrie M. Raver	Address mediation issues.	0.50	475.00
06/09/25	Trace (Vincent P.) Schmeltz	Review revisions to conform plan to PSA.	3.30	3,300.00
06/09/25	Kathleen L. Matsoukas	Review and analyze metadata privilege log and communicate with C. Underwood and P. Lohse regarding same (.5); review and analyze SAFE motion to terminate exclusivity and communicate with T. Schmeltz and C. Underwood regarding same (.4).	0.90	792.00
06/09/25	Ning He	Analyze analysis provided by financial adviser regarding tax distribution (3.4); analyze documents regarding tax distribution (2.2).	5.60	4,844.00
06/09/25	Trace (Vincent P.) Schmeltz	Teleconferences with K. Kansa regarding incorporation of settlement into plan (.4); meeting with Special Committee, Province, Quinn Emanuel, K. Kansa on settlement (.9).	1.30	1,300.00
06/10/25	Charlotte Underwood	Confer with N. He and K. Matsoukas regarding tax distribution (.5); draft letter to founders' counsel (.9); confer with T. Schmeltz and K. Matsoukas regarding mediation privilege (.4); call with K. Matsoukas regarding mediation privilege (.3) ; conduct legal and factual research regarding tax distribution claim (1.8); review Quinn Emanuel document request to SAFE AHG (.1); revise draft letter to founders (.2); review and revise motion regarding termination motion (.5); communications with team regarding privilege log and production (.4); confer with team regarding SAFE filings (.4).	5.50	5,885.00
06/10/25	Paige Lohse	Analyze and send correspondence regarding recent developments (.5); analyze recent court filings (1.9).	2.40	1,728.00
06/10/25	Aaron Gavant	Review finalized PSA (.2); multiple communications with BT team regarding same and next steps on plan and disclosure statement (.4).	0.60	543.00

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FIDUCIARY DUTY INVESTIGATION

Date	Name	Description	Hours	Amount
06/10/25	Anita Peterson	Review fully executed Plan Support Agreement and assist attorneys in executing strategy for settlement per request of T. Schmeltz (.1); email with C. Topping regarding mediation relating to insurance (.1); emails with Clients regarding mediation relating to insurance and assist attorneys in executing strategy per request of T. Schmeltz (.2); emails to Clients regarding draft letter to founders' counsel regarding tax claim and assist attorneys in executing strategy per request of T. Schmeltz (.2); emails with billing clerk (K. Phillips) regarding monthly fee application (.2); communications with founders' counsel regarding tax claim (.2); communications with SAFE AHG counsel regarding Emergency Motion to Terminate Exclusivity and assist attorneys in executing strategy per request of T. Schmeltz (.1); execute strategy focusing on detailed tracking and timely updates of documents to iManage Work and Microsoft Teams platforms for attorney use per request of T. Schmeltz (.2).	1.30	526.50
06/10/25	Lydia Parks	Research mediation privilege, breach of such privilege, and remedies.	0.40	194.00
06/10/25	Kathleen L. Matsoukas	Communicate with team regarding Proof position on debt versus equity (.2); prepare for and participate in discussion regarding SAFE and the mediation privilege (.7); confer with T. Schmeltz and C. Underwood regarding mediation privilege correspondence (.4); review transcript of May 21 hearing, emails, and documents provided under mediation privilege in connection with same (1.6); confer with C. Underwood and N. He regarding tax distribution (.5); draft and revise letter to SAFE investors regarding mediation privilege and request to withdraw portions of filing and reviewed documents in connection with same (2.5); confer with C. Underwood on mediation (.3).	6.20	5,456.00
06/10/25	Kenneth Kansa	Email to K. Matsoukas on Proof filings (.1); review materials on same (.1); circulate executed PSA to PSA parties (.1); email to D. Eaton on indemnification provision in Plan and	4.30	5,181.50

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FIDUCIARY DUTY INVESTIGATION

Date	Name	Description	Hours	Amount
		fit with settlement (.1); revise notice of filing of PSA (.1); attend to filing of same (.3); email to P. Tomasco on filing of same (.1); email to C. Underwood on same (.1); further email to P. Tomasco on same (.1); review slides from A. Popescu and revise same (.3); review letter to founders' counsel on tax claims (.2); review incoming pleadings (.3); review SAFEs' motion on terminating exclusivity and SAFEs' plan proposal (1.3); review settlement plan materials (.6); review discovery request to SAFEs (.1); further review of settlement materials (.4).		
06/10/25	Carrie M. Raver	Address mediation issues.	0.30	285.00
06/10/25	Carrie M. Raver	Participate in call with R. Mates regarding insurance coverage issues and mediation.	0.60	570.00
06/10/25	Carrie M. Raver	Strategize regarding funding of settlement issues.	1.30	1,235.00
06/10/25	Carrie M. Raver	Participate in call with broker regarding coverage and mediation issues.	0.20	190.00
06/10/25	Carrie M. Raver	Call with C. Topping and T. Schmeltz regarding indemnification and mediation issues.	0.30	285.00
06/10/25	Kathleen L. Matsoukas	Review background documents related to draft tax indemnity demand letter (.4); communications with C. Underwood and N. He regarding same (.2).	0.60	528.00
06/10/25	Anna Bninski	Research Texas' federal courts' treatment of mediation privilege (1.4); summarize same per request of C. Underwood (.2).	1.60	808.00
06/10/25	Trace (Vincent P.) Schmeltz	Call with B. Funk on settlement (.2); calls with P. Tomasco on same (.2); call with R. Mates regarding settlement (.2); calls with M. Robinson on tax distribution (.4); call with C. Kunz on settlement (.2); D&O insurance related communications (.3); revise letter to D&O carriers (.3); revise tax language for settlement (.3).	2.10	2,100.00
06/10/25	Ning He	Confer with K. Matsoukas and C. Underwood regarding tax claim (.5); revise correspondence regarding tax claim (2.3); analyze documents regarding tax analysis (2.4); research caselaw regarding tax distribution (1.2); analyze	8.50	7,352.50

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FIDUCIARY DUTY INVESTIGATION

Date	Name	Description	Hours	Amount
		documents regarding SAFE negotiation (2.1).		
06/10/25	Trace (Vincent P.) Schmeltz	Confer with K. Matsoukas and C. Underwood regarding mediation privilege (.4); call with C. Topping and C. Raver regarding indemnification and mediation issues (.3).	0.70	700.00
06/11/25	Anita Peterson	Review summary of fees for monthly fee statement (3.5); emails with billing clerk (K. Phillips) regarding monthly fee application (.4); emails with timekeepers regarding monthly fee application (.3).	4.20	1,701.00
06/11/25	Charlotte Underwood	Draft subpoenas for documents and testimony (2.3); communications with team regarding the same (.9); calls with T. Schmeltz regarding various open issues (.4); confer with Province regarding LTIPs (.2); coordinate with litigation support regarding discovery (.9); review SAFE response to letter (.1).	4.80	5,136.00
06/11/25	Carrie M. Raver	Address coverage issues.	0.30	285.00
06/11/25	Kenneth Kansa	Call with M. Robinson on settlement plan revisions (.5); call with D. Eaton on settlement revisions (.1); email to A. Popescu on settlement slide for board presentation (.1); revise settlement slide and email same to A. Popescu (.4); review D. Eaton email on same (.1); email to D. Eaton on same (.1); review 30(b)(6) deposition notice to Celsius and revise same per C. Underwood request (.3); review settlement plan revisions from L. Weber (.2); email to D. Eaton and S. Wells on same (.1); emails to/from K. Matsoukas on 30(b)(6) notices (.3); further emails to C. Underwood on 30(b)(6) revisions (.2); emails to T. Schmeltz on settlement plan revisions (.2); review and revise settlement plan (4.1); circulate same to PSA parties with covering comments (.2); emails to Quinn Emanuel on same (.1); further email to L. Weber on same (.1); review draft pleadings in response to SAFEs and related emails (.3); update annotated term sheet (.2).	7.60	9,158.00
06/11/25	Paige Lohse	Analyze and send correspondence regarding recent developments (1.3); analyze recent discovery served (.2); perform follow up in	4.20	3,024.00

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FIDUCIARY DUTY INVESTIGATION

Date	Name	Description	Hours	Amount
		relation to motion to compel (.8); research regarding discovery scope to ensure compliance (1.9).		
06/11/25	Anna Brinski	Communications with P. Lohse regarding filings on bankruptcy case.	0.20	101.00
06/11/25	Caroline Payne	Review and update redaction log.	0.80	388.00
06/11/25	Trace (Vincent P.) Schmeltz	Address open issues with PSA and Plan (2.6); work on strategy for D&O settlement (1.7); multiple phone calls with Special Committee and M. Robinson (1.1); prepare for and attend board call (1.2); calls with PSA parties on Plan issues (.3); further communications with all parties regarding Plan (.4); plan for next steps regarding settlement and plan preparation (.3).	7.60	7,600.00
06/11/25	Kathleen L. Matsoukas	Work on draft Rule 30(b)(6) notice to Celsius and communicate with team regarding same.	1.30	1,144.00
06/11/25	Ning He	Analyze documents regarding deposition notice (.8); analyze contact information regarding relevant parties (1.2); analyze documents regarding mediation with insurers (.3).	2.30	1,989.50
06/11/25	Trace (Vincent P.) Schmeltz	Calls with C. Underwood regarding open issues.	0.40	400.00
06/12/25	Paige Lohse	Analyze and send correspondence regarding recent developments (.5); teleconference with K. Kansa regarding discovery questions (.3); analyze recent filings (.2); continue to research and summarize research regarding discovery scope to ensure compliance (1.1); prepare for expected depositions (.9).	3.00	2,160.00
06/12/25	Anita Peterson	Review summary of fees for monthly fee statement (1.9); communications with founders' counsel regarding tax claim and assist attorneys in executing strategy per request of T. Schmeltz (.2); emails with timekeepers regarding time entries for monthly fee application (.2); review incoming 2025-06-12 (Dkt 1270) Order Granting Debtors' and Special Committee's Emergency Motion and assist attorneys in executing strategy per request of K. Kansa (.2); precise tracking and timely updates of deadlines and filings (.2); email from C. Underwood to counsel	3.00	1,215.00

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FIDUCIARY DUTY INVESTIGATION

Date	Name	Description	Hours	Amount
		for founders forwarding acknowledgment of confidentiality in advance of mediation (.1); communication regarding S-4 language regarding SAFEs (.1); execute strategy focusing on detailed tracking and timely updates of documents to iManage Work and Microsoft Teams platforms for attorney use per request of T. Schmeltz (.1).		
06/12/25	Aaron Gavant	Review exclusivity response and related filings, along with revised drafts of plan (.4); communications with BT team regarding same (.2).	0.60	543.00
06/12/25	Kenneth Kansa	Teleconference with P. Lohse on discovery questions (.3); email to P. Lohse on same (.1); email to M. Kumar on cash at RTL (.1); email to A. Gavant on settlement implementation and review of mechanics (.1); circulate order setting status conference and striking SAFEs motion to BT team with covering comment (.1); call with T. Schmeltz on settlement incorporation into plan and comments from PSA parties (.1); emails to T. Schmeltz and P. Tomasco on same (.3); review and revise provisions of plan incorporating settlement (4.6); circulate same to client team with covering comments (.2); circulate same to P. Tomasco and L. Weber with covering comments (.1); office conferences with A. Bninski on warrant treatment in Plan (.2); review PSA parties' emails on settlement incorporation in Plan (.2).	6.40	7,712.00
06/12/25	Kathleen L. Matsoukas	Prepare for (.2) and participate in discussion with Province and BT team regarding potential expert analysis of SAFE agreements (1.5); follow-up calls with T. Schmeltz (.4); communications with C. Underwood and Litigation Support team regarding privilege review and production of log in connection with Imperium documents (.4); multiple communications with Province regarding allocation analysis (.5).	3.00	2,640.00
06/12/25	Anna Bninski	Office conference with K. Kansa regarding warrant agreements (.2); curate material relating to same, including both primary	2.30	1,161.50

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FIDUCIARY DUTY INVESTIGATION

Date	Name	Description	Hours	Amount
		documents and analysis (.7); send same to K. Kansa (.1); review S.D. Tex. docket at request of P. Lohse (.9); correspond with P. Lohse regarding same (.2); update deposition index (.2).		
06/12/25	Charlotte Underwood	Confer with T. Schmeltz regarding open issues and mediation (.3); coordinate with litigation support regarding discovery (.6); review BK filings (.5).	1.40	1,498.00
06/12/25	Trace (Vincent P.) Schmeltz	Call with Province and BT team regarding SAFE agreement (1.5); call with C. Kunz regarding Proof settlement (.2); call with M. Robinson regarding Proof settlement (.2); email to C. Underwood regarding work needed (.1); calls with M. Robinson regarding SAFE analysis (.3); call with C. Kunz in further effort to settle with Proof (.5); additional calls with M. Robinson regarding Proof Capital (.3); call with N. He regarding work needed (.1); call with K. Matsoukas regarding drafting position paper (.4); call with P. Tomasco on settlement (.4); call with K. Kansa regarding Plan (.1).	4.10	4,100.00
06/12/25	Janelle Peters	Create searches per request of N. He.	0.10	30.00
06/12/25	Ning He	Analyze documents regarding SAFE (5.8); research correspondence regarding SAFE (3.5); call with Province and BT team regarding SAFE agreement (1.5); call with T. Schmeltz regarding Safes' analysis (.1).	10.90	9,428.50
06/12/25	Trace (Vincent P.) Schmeltz	Confer with C. Underwood regarding open issues and mediation.	0.30	300.00
06/13/25	Anita Peterson	Review summary of fees for monthly fee statement (5.5); emails with timekeepers regarding monthly fee application (.3); email with K. Kansa regarding monthly fee application (.1); emails with billing clerk (K. Phillips) regarding monthly fee application (.2).	6.10	2,470.50
06/13/25	Anna Bninski	Communication with P. Lohse regarding discovery (.1); review filings in bankruptcy case for addition to indices (1.0).	1.10	555.50
06/13/25	Carrie M. Raver	Address mediation fee issues.	0.30	285.00
06/13/25	Carrie M. Raver	Evaluate issue of sending notice letters	0.20	190.00

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FIDUCIARY DUTY INVESTIGATION

Date	Name	Description	Hours	Amount
		regarding other matters to insurers and correspond with client regarding the same.		
06/13/25	Aaron Gavant	Tend to issues regarding further revised plan.	0.30	271.50
06/13/25	Charlotte Underwood	Attention to developing discovery (.6); draft mediation acknowledgment (.4); coordinate discovery intake with litigation support (.4); communications with team regarding review of production (.2).	1.60	1,712.00
06/13/25	Kenneth Kansa	Email to A. Gavant regarding settlement plan (.1); email to D. Eaton regarding comments on Plan and DS (.2); review and revise settlement plan draft (1.3); review related disclosure statement provisions (1.2); review incoming pleadings (.4).	3.20	3,856.00
06/13/25	Paige Lohse	Continue to research and summarize research regarding discovery scope to ensure compliance (.7); prepare for expected depositions (.4).	1.10	792.00
06/13/25	Kathleen L. Matsoukas	Prepare for and participate in discussion with Debtors' counsel and Province regarding SAFE agreements (1.5); research applicable caselaw on contract interpretation and reviewed applicable documents regarding SAFE investments (3.3); draft insert for US Trustee letter regarding SAFE interpretation (.8); communicate with N. He regarding same (.4).	6.00	5,280.00
06/13/25	Trace (Vincent P.) Schmeltz	Work on plan conformation to PSA (1.8); work on Proof settlement (.6); work on SAFE response (1.5).	3.90	3,900.00
06/13/25	Ning He	Confer with A. Popescu regarding calculation (.5); analyze SAFE regarding calculation (.8); revise analysis regarding SAFE (4.4); analyze documents regarding SAFE (1.4); confer with the Special Committee and debtors regarding SAFE (1.0).	8.10	7,006.50
06/14/25	Kathleen L. Matsoukas	Conduct additional research regarding interpretation of contract provisions under Delaware law (.7); revise draft letter to U.S. Trustee (.3); communications with T. Schmeltz and N. He regarding same (.3).	1.30	1,144.00
06/14/25	Kenneth Kansa	Review SAFEs' filings and circulate same to BT	4.40	5,302.00

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FIDUCIARY DUTY INVESTIGATION

Date	Name	Description	Hours	Amount
		team and client (.3); review revised plan draft from Quinn Emanuel and update settlement provisions in same (2.3); emails to T. Schmeltz on same (.3); circulate revised plan to Province/Riveron and client with covering comments (.4); review PSA parties' emails on settlement (.3); further review and revise settlement provisions of Plan (.8).		
06/14/25	Trace (Vincent P.) Schmeltz	Work on SAFE analysis for UCC letter (2.4); call with client to discuss same (.8).	3.20	3,200.00
06/14/25	Ning He	Revise draft language regarding SAFE for UST letter.	2.20	1,903.00
06/15/25	Anita Peterson	Review incoming 2025-06-13 (Dkt 1274) SAFE AHG Request Concerning Order Granting Motion to Strike, 2025-06-13 (Dkt 1277) SAFE AHG Motion to Quash and assist attorneys in executing strategy per request of T. Schmeltz.	0.20	81.00
06/15/25	Kenneth Kansa	Review and revise settlement provisions of Plan (1.3); email to D. Eaton on indemnification structure (.1); email to C. Wheeler on tax structure of updated settlement (.2); review C. Wheeler email on same (.2); further revise settlement structure (.8); circulate settlement plan to PSA parties with covering comments (.3); email to Quinn Emanuel team on same (.1); email to T. Schmeltz on Transcend claims (.1); teleconference with D. Eaton on indemnification structure (.2); review and revise disclosure statement provisions on plan settlement (2.4); email to Quinn Emanuel team on same (.1); email to D. Eaton on same (.1); review C. Topping comments on disclosure statement settlement provisions (.2).	6.10	7,350.50
06/15/25	Trace (Vincent P.) Schmeltz	Continue working on SAFE analysis for UCC letter.	1.30	1,300.00
06/15/25	Kathleen L. Matsoukas	Communicate with team regarding edits to U.S. Trustee letter regarding SAFE claims.	0.40	352.00
06/15/25	Ning He	Continue to revise UST letter incorporating client comments (4.8); communications with team regarding revisions to UST letter (.3).	5.10	4,411.50
06/16/25	Anita Peterson	Emails with Clients regarding April invoice and	5.00	2,025.00

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FIDUCIARY DUTY INVESTIGATION

Date	Name	Description	Hours	Amount
		assist attorneys in executing strategy per request of Trace Schmeltz (.2); confer with T. Schmeltz regarding document production by Imperium parties (R. Mates) (.2); emails with C. Underwood regarding same (.2); initial review of documents produced by Imperium parties for key documents and assist attorneys in executing strategy per request of T. Schmeltz (.8); review summary of fees for monthly fee statement (2.0); draft exhibits for monthly fee statement (.6); emails with timekeepers regarding monthly fee application (.4); emails with billing clerk (K. Phillips) regarding monthly fee application (.3); communications with Quinn Emanuel regarding updated proposed disclosure statement order with exhibits and assist attorneys in executing strategy per request of T. Schmeltz (.2); emails with founders' counsel regarding tax claim and assist attorneys in executing strategy per request of T. Schmeltz (.1).		
06/16/25	Charlotte Underwood	Finalize discovery notices (.9); review correspondence related to plan (.3); correspond with T. Schmeltz regarding outstanding issues (.2); review documents from Imperium (.5); confer with N. He regarding the same (.1).	2.00	2,140.00
06/16/25	Aaron Gavant	Review SAFE AHG filings (.4); communications with BT team regarding approach to same (.2).	0.60	543.00
06/16/25	Kenneth Kansa	Emails to C. Topping on revised plan (.2); teleconference with C. Topping on same and disclosure statement (.4); emails to Quinn Emanuel team on disclosure statement (.3); further email to Quinn Emanuel team with BT comments on DS (.1); email to A. Jaquet on disclosure statement revisions (.1); teleconferences with A. Jaquet regarding same (.2); review and revise disclosure statement to reflect 6/15 comments (3.8); email to R. Izakelian on DS exhibits (.1); email to R. Izakelian on plan (.1); email to Quinn Emanuel team on DS finalization (.1); email to D. Eaton and S. Wells on DS revisions (.1); review R. Mates comments on settlement provisions of	9.40	11,327.00

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FIDUCIARY DUTY INVESTIGATION

Date	Name	Description	Hours	Amount
		Plan (.2); email to T. Schmeltz on same (.1); emails to A. Jaquet on disclosure statement revisions (.1); email to C. Topping on Plan revision (.1); incorporate D. Eaton, S. Wells, D. Dunn, PSA parties comments into settlement provisions of plan and disclosure statement documents (1.9); circulate revised Plan and Disclosure Statement documents with settlement updates to Quinn Emanuel team (.4); circulate revised plan and disclosure statement to PSA parties with covering comments (.3); email to Quinn Emanuel team on revised drafts of Plan and Disclosure Statement (.4); email to A. Jaquet regarding review of Plan and Disclosure Statement (.1); email to P. Tomasco on disclosure statement (.1); review emails from PSA parties on plan and disclosure statement (.2).		
06/16/25	Anna Brinski	Update matter tracking, focusing on information indexes.	0.60	303.00
06/16/25	Paige Lohse	Analyze correspondence (.2); continue to research and summarize research regarding discovery scope to ensure compliance (1.2).	1.40	1,008.00
06/16/25	Trace (Vincent P.) Schmeltz	Prepare for bankruptcy court hearing (.8); participate in same (.7); work on efforts to support plan (2.4); work on D&O settlement (.4).	4.30	4,300.00
06/16/25	Kathleen L. Matsoukas	Continue researching issues relevant to objection to SAFE claim and communicate with team regarding same (1.8); communicate with team regarding revised Rule 30(b)(6) notice (.7).	2.50	2,200.00
06/16/25	Ning He	Analyze issues regarding deposition of Celsius (.4); analyze documents regarding SAFE (1.7); confer with C. Underwood regarding documents from Imperium (.1); continue to revise statement regarding SAFE (4.4).; analyze additional emails from party production (3.2).	9.80	8,477.00
06/16/25	Trace (Vincent P.) Schmeltz	Confer with A. Peterson regarding document production by Imperium parties.	0.20	200.00
06/17/25	Carrie M. Raver	Address mediation fee and payment issues.	0.40	380.00
06/17/25	Anita Peterson	Additional emails with founders' counsel	2.10	850.50

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FIDUCIARY DUTY INVESTIGATION

Date	Name	Description	Hours	Amount
		regarding tax claim and assist attorneys in executing strategy per request of T. Schmeltz (.2); review summary of fees for monthly fee statement (.4); revise exhibits for monthly fee statement (.3); emails with billing clerk (K. Phillips) regarding monthly fee application (.2); email with K. Kansa regarding monthly fee application (.1); review incoming 2025-06-16 (Dkt 1286) SAFE AHG Objection to Debtors' Amended Third Motion for Entry of an Order Extending the Debtors' Exclusive Periods to File a Chapter 11 Plan and assist attorneys in executing strategy per request of K. Kansa (.2); email from K. Kansa regarding same (.1); emails to Akin forwarding deposition notice to Celsius Core LLC and assist attorneys in executing strategy per request of T. Schmeltz (.2); precise tracking and timely updates of deadlines and filings (.2); communications with parties regarding insert to Disclosure Statement and assist attorneys in executing strategy per request of T. Schmeltz (.2).		
06/17/25	Charlotte Underwood	Finalize discovery directed to Celsius Core (1.1); communications with team regarding the same (.9).	2.00	2,140.00
06/17/25	Kenneth Kansa	T/c T. Schmeltz on revisions to settlement provisions of draft plan.	0.10	120.50
06/17/25	Kenneth Kansa	T/c A. Jaquet on plan revisions.	0.10	120.50
06/17/25	Kenneth Kansa	T/C to M. Robinson on plan revisions.	0.20	241.00
06/17/25	Kenneth Kansa	Participate in plan review with PSA parties.	1.00	1,205.00
06/17/25	Kenneth Kansa	Email to KS Lee on PSA parties' call.	0.10	120.50
06/17/25	Kenneth Kansa	Email to R. Mates on plan language.	0.10	120.50
06/17/25	Kenneth Kansa	Review SAFEs' objection to exclusivity extension.	0.30	361.50
06/17/25	Kenneth Kansa	Email to BT team on SAFEs' objection to exclusivity extension.	0.10	120.50
06/17/25	Kenneth Kansa	Draft list of revisions to plan and disclosure statement stemming from PSA parties' call and email to L. Weber and A. Jaquet on SAFEs' objection to exclusivity extension.	0.40	482.00

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FIDUCIARY DUTY INVESTIGATION

Date	Name	Description	Hours	Amount
06/17/25	Kenneth Kansa	Email K. Matsoukas on discovery questions.	0.10	120.50
06/17/25	Kenneth Kansa	Review C. Underwood emails on discovery questions.	0.10	120.50
06/17/25	Kenneth Kansa	Email to N. He on letter to US Trustee.	0.20	241.00
06/17/25	Kenneth Kansa	Review and revise draft plan and emails to Quinn Emanuel team on letter to US Trustee.	1.60	1,928.00
06/17/25	Kenneth Kansa	Review disclosure statement provision on Transcend Parties' claims and email to Quinn Emanuel on letter to US Trustee.	0.20	241.00
06/17/25	Kenneth Kansa	Emails to T. Schmeltz on tax structure of Rhodium Technologies liquidation.	0.20	241.00
06/17/25	Kenneth Kansa	Emails to T. Schmeltz on tax structure of Rhodium Technologies liquidation (.2); review and revise disclosure statement and emails to Quinn Emanuel team on tax structure of Rhodium Technologies liquidation (1.2).	1.40	1,687.00
06/17/25	Kenneth Kansa	Review disclosure statement insert on investigation and mediation and email to T. Schmeltz on tax structure of Rhodium Technologies liquidation.	0.90	1,084.50
06/17/25	Kenneth Kansa	Review UST letter draft from N. He and email to N. He with revisions on tax structure of Rhodium Technologies liquidation.	0.40	482.00
06/17/25	Kenneth Kansa	Review DS provisions on intercompany interests and emails to T. Schmeltz on tax structure of Rhodium Technologies liquidation.	0.30	361.50
06/17/25	Kenneth Kansa	Further review and revision of disclosure statement provisions.	1.60	1,928.00
06/17/25	Anna Bninski	Update case notes, focusing on index and document library (.4); communication with P. Lohse regarding same (.1); communication with C. Underwood, T. Schmeltz regarding position paper (.1).	0.60	303.00
06/17/25	Trace (Vincent P.) Schmeltz	Review draft disclosure statement (5.9); call with K. Kansa regarding revisions to settlement provisions of draft plan (.1); participate in page-flip session with PSA parties (1.0); calls with D. Eaton on plan settlement structure (.3); call with M. Robinson on same (.2); call with N. He	8.40	8,400.00

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FIDUCIARY DUTY INVESTIGATION

Date	Name	Description	Hours	Amount
		regarding SAFE (.3); call with P. Tomasco on plan and disclosure statement preparation (.2); call with C. Wheeler on tax issues in settlement (.4).		
06/17/25	Kathleen L. Matsoukas	Continue working on Rule 30(b)(6) notice and research on procedural aspects (1.2); review demand letter regarding tax matters and communications with opposing counsel regarding same (.3); review SAFE objection to exclusivity (.2); review current version of disclosure statement (.3).	2.00	1,760.00
06/17/25	Ning He	Revise UST letter (3.9); revise disclosure statement (2.9); analyze documents regarding SAFE (1.4); analyze filings regarding SAFE (1.2); call with T. Schmeltz regarding SAFE (.3).	9.70	8,390.50
06/18/25	Anita Peterson	Multiple communications with Clients, Quinn Emanuel regarding draft letter to Office of the United States Trustee and assist attorneys in executing strategy per request of T. Schmeltz (.4); emails with C. Underwood regarding 2025-07-01 deposition of Celsius Core LLC (.2); coordinate with court reporter regarding 2025-07-01 deposition of Celsius Core LLC (.4); emails with Quinn Emanuel regarding local rules (.1); review as-filed 2025-06-18 (Dkt 1297) Amended Joint Chapter 11 Plan of Liquidation of Rhodium Encore LLC and Its Affiliated Debtors, 2025-06-18 (Dkt 1298) Amended Disclosure Statement for Amended Joint Chapter 11 Plan of Liquidation of Rhodium Encore LLC and Its Affiliated Debtors and assist attorneys in executing strategy per request of K. Kansa (.2).	1.30	526.50
06/18/25	Charlotte Underwood	Celsius deposition preparation (.3); review correspondence relating to scheduling order (.2).	0.50	535.00
06/18/25	Aaron Gavant	Review drafts of UST letter (.3); review claim objection responses (.3); review revised plan and disclosure statement (.3).	0.90	814.50
06/18/25	Carrie M. Raver	Participate in pre-insurer mediation conference call with mediator personnel.	0.40	380.00

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FIDUCIARY DUTY INVESTIGATION

Date	Name	Description	Hours	Amount
06/18/25	Carrie M. Raver	Address mediation statement submission issues.	0.50	475.00
06/18/25	Lydia Parks	Locate and provide requested document required for mediation (.1); review the latest team communications on mediation (.1).	0.20	97.00
06/18/25	Anna Brinski	Review material relating to July 1 deposition (.2); correspond with A. Peterson regarding same (.1).	0.30	151.50
06/18/25	Kenneth Kansa	Telephone conference with T. Schmeltz on plan finalization and incorporation of settlement terms.	0.30	361.50
06/18/25	Kenneth Kansa	Telephone conference with M. Robinson on disclosure statement.	0.10	120.50
06/18/25	Kenneth Kansa	Email to T. Schmeltz on Proof revisions to disclosure statement.	0.10	120.50
06/18/25	Kenneth Kansa	Revise Proof insert and email to T. Schmeltz on same.	0.20	241.00
06/18/25	Kenneth Kansa	Revise plan and email to L. Weber on same.	0.20	241.00
06/18/25	Kenneth Kansa	Further plan revision and email to A. Jaquet on same.	0.20	241.00
06/18/25	Kenneth Kansa	Email to A. Jaquet on plan and DS revisions.	0.10	120.50
06/18/25	Kenneth Kansa	Email to A. Popescu on D&O policies.	0.10	120.50
06/18/25	Kenneth Kansa	Revise plan section 5.9 and email to C. Wheeler on same.	0.80	964.00
06/18/25	Kenneth Kansa	Follow up email to C. Wheeler on revising plan section 5.9.	0.10	120.50
06/18/25	Kenneth Kansa	Review and revise additional plan language.	0.70	843.50
06/18/25	Kenneth Kansa	Emails to Quinn Emanuel team on plan language.	0.30	361.50
06/18/25	Kenneth Kansa	Email to T. Schmeltz on disclosure statement.	0.10	120.50
06/18/25	Kenneth Kansa	Revise disclosure statement.	1.20	1,446.00
06/18/25	Kenneth Kansa	Email to A. Jaquet on disclosure statement.	0.30	361.50
06/18/25	Kenneth Kansa	Final Review of plan and DS provisions and address remaining changes on same.	1.20	1,446.00
06/18/25	Kenneth Kansa	Review revised liquidation analysis.	0.30	361.50
06/18/25	Kenneth Kansa	Review revisions to UST letter and N. He	0.30	361.50

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FIDUCIARY DUTY INVESTIGATION

Date	Name	Description	Hours	Amount
		comments on same.		
06/18/25	Kenneth Kansa	Circulate revised disclosure statement and plan to BT team.	0.20	241.00
06/18/25	Kenneth Kansa	Review scheduling order and related emails.	0.30	361.50
06/18/25	Kenneth Kansa	Review T. Schmeltz and C. Raver emails on D&O insurance and potential revisions to plan on same.	0.20	241.00
06/18/25	Trace (Vincent P.) Schmeltz	Draft UST letter (1.0); confer with C. Topping on settlement (1.2); call with D. Eaton on same (.3); call with M. Robinson on same (.5); planning call for mediation (.5); review revised disclosure statement settlement provisions (1.4); call with K. Kansa regarding plan finalization and settlement terms (.3); attend board meeting (.5); call with Foley regarding discovery (.4).	6.10	6,100.00
06/18/25	Kathleen L. Matsoukas	Review documents in connection with and began drafting mediation statement for upcoming carrier mediation (1.4); communicate with T. Schmeltz and C. Raver regarding same (.3).	1.70	1,496.00
06/18/25	Ning He	Revise disclosure statement (6.6); analyze documents regarding UST letter (1.4).	8.00	6,920.00
06/19/25	Anita Peterson	Communication from Akin forwarding 2025-06-18 (Dkt 1299) SAFE Claimant Response to Claim Objection with exhibits (Filed Under Seal), 2025-06-18 (Dkt 1301) SAFE Claimant Response to Claim Objection with exhibits (Redacted) and assist attorneys in executing strategy per request of C. Underwood (.3); email with investigative team regarding SAFE Claimant Response to Claim Objection (.1); email with Clients, Province firm forwarding 2025-06-18 (Dkt 1299) SAFE Claimant Response to Claim Objection with exhibits (Filed Under Seal) (.1); execute strategy focusing on detailed tracking and timely updates of documents to iManage Work and Microsoft Teams platforms for attorney use per request of T. Schmeltz (.2); email from counsel for SAFE's regarding response to claim objection (.1).	0.80	324.00

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FIDUCIARY DUTY INVESTIGATION

Date	Name	Description	Hours	Amount
06/19/25	Carrie M. Raver	Evaluate draft mediation statement and edit the same.	1.20	1,140.00
06/19/25	Carrie M. Raver	Discuss coverage issues with R. Mates.	0.40	380.00
06/19/25	Kenneth Kansa	Email to T. Schmeltz and M. Robinson on revised Exhibit C.	0.10	120.50
06/19/25	Kenneth Kansa	Telephone conference to T. Schmeltz on plan filing.	0.10	120.50
06/19/25	Kenneth Kansa	Review materials for 6/20 status conference.	0.20	241.00
06/19/25	Kenneth Kansa	Review final plan materials.	0.30	361.50
06/19/25	Anna Brinski	Communications with C. Underwood, N. He regarding response to SAFE committee filing.	0.40	202.00
06/19/25	Aaron Gavant	Review filings and related developments (.6); communications with BT team regarding same and next steps (.2).	0.80	724.00
06/19/25	Caroline Payne	Review chronology details of Uri payment issues at request of team.	0.40	194.00
06/19/25	Charlotte Underwood	Confer with T. Schmeltz regarding ongoing projects and SAFE filing (.2); correspond with team and client regarding the same (.2); correspond with P. Lohse regarding discovery (.3).	0.70	749.00
06/19/25	Trace (Vincent P.) Schmeltz	Prepare for bankruptcy court status conference (.4); prepare for D&O mediation (.8); conference with Quinn Emanuel on settlement items (.6).	1.80	1,800.00
06/19/25	Kathleen L. Matsoukas	Draft, revise, and review documents in connection with mediation statement for upcoming carrier mediation (5.4); communicate with T. Schmeltz and C. Raver regarding same (.5).	5.90	5,192.00
06/19/25	Kathleen L. Matsoukas	Review and analyze SAFE response to Debtors' claim objection.	1.30	1,144.00
06/19/25	Ning He	Analyze SAFE opposition (2.2); analyze past statement regarding SAFE (1.3).	3.50	3,027.50
06/19/25	Trace (Vincent P.) Schmeltz	Telephone conference with K. Kansa on plan filing (.1); confer with C. Underwood regarding ongoing projects and SAFE filing (.2).	0.30	300.00
06/20/25	Anita Peterson	Review emails from C. Underwood to counsel for founders regarding mediation (.2); execute	1.20	486.00

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FIDUCIARY DUTY INVESTIGATION

Date	Name	Description	Hours	Amount
		strategy focusing on detailed tracking and timely updates of documents to iManage Work and Microsoft Teams platforms for attorney use per request of T. Schmeltz (.3); emails with investigative team regarding document production in advance of status of conference (.2); emails between Quinn Emanuel and Akin regarding draft Scheduling Order and assist attorneys in executing strategy per request of C. Underwood (.2); email with BDO (M. Michaelis) regarding Amended Plan and Disclosure Statement, interim fee statement and assist attorneys in executing strategy per request of C. Underwood (.2); emails with N. He regarding mediation (.1).		
06/20/25	Anita Peterson	Review incoming 2025-06-20 (Dkt 1316) Scheduling Order and assist attorneys in executing strategy regarding SAFE Claim Objection per request of T. Schmeltz (.2); precise tracking and timely updates of deadlines and filings (.2).	0.40	162.00
06/20/25	Kenneth Kansa	Review C. Kunz email on Exhibit C to Plan.	0.10	120.50
06/20/25	Kenneth Kansa	Draft notice of filing of corrected Exhibit C.	0.20	241.00
06/20/25	Kenneth Kansa	Emails to Province and C. Kunz on settlement terms.	0.20	241.00
06/20/25	Kenneth Kansa	Review and respond to K. Matsoukas email on SAFEs' pleading.	0.10	120.50
06/20/25	Kenneth Kansa	Email to Quinn Emanuel team on filing revised Exhibit C.	0.20	241.00
06/20/25	Kenneth Kansa	Review J. Canellis research on plan approval.	0.10	120.50
06/20/25	Kenneth Kansa	Review updated plan materials.	0.60	723.00
06/20/25	Kenneth Kansa	Review scheduling order.	0.10	120.50
06/20/25	Kenneth Kansa	Review supplemental plan filing materials and identify further steps on same.	0.30	361.50
06/20/25	Kenneth Kansa	Review emails on scheduling conference.	0.30	361.50
06/20/25	Carrie M. Raver	Communications with T. Schmeltz regarding hearing issues.	0.20	190.00
06/20/25	Carrie M. Raver	Address mediation issues.	0.20	190.00

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FIDUCIARY DUTY INVESTIGATION

Date	Name	Description	Hours	Amount
06/20/25	Carrie M. Raver	Communications regarding mediation issues.	0.60	570.00
06/20/25	Carrie M. Raver	Confer with team regarding D&O settlement (.8); follow up regarding same (.7).	1.50	1,425.00
06/20/25	Anna Bninski	Review investigation team correspondence.	0.10	50.50
06/20/25	Charlotte Underwood	Transfer management of ongoing projects to team (.2); communication with T. Schmeltz regarding the same (.1).	0.30	321.00
06/20/25	Trace (Vincent P.) Schmeltz	Prepare for bankruptcy court hearing (.2); participate in court hearing (.4); confer with team regarding D&O settlement (.8); consider strategy in light of court comments (.6); confer with client regarding next steps (.3).	2.30	2,300.00
06/20/25	Kathleen L. Matsoukas	Work on privilege log and Imperium production issues (.6); review SAFE filing regarding mediation (.3); confer with team regarding D&O settlement (.8); communicate with SAFE counsel regarding production of D&O materials (.2).	1.90	1,672.00
06/20/25	Ning He	Confer with mediation participants regarding confidentiality (.6); communications with team regarding strategy for SAFE objection (.5); analyze SAFE opposition (4.2).	5.30	4,584.50
06/21/25	Ning He	Confer with mediation participants regarding confidentiality (.5); analyze correspondence with carriers (1.2).	1.70	1,470.50
06/22/25	Aaron Gavant	Review developments relating to mediation and SAFE AHG claim objection (.4); communications with BT team regarding same (.1).	0.50	452.50
06/22/25	Anna Bninski	Communications with N. He regarding document production.	0.10	50.50
06/22/25	Kenneth Kansa	Email to T. Schmeltz on revisions to tax sections of plan.	0.10	120.50
06/22/25	Trace (Vincent P.) Schmeltz	Prepare for D&O mediation.	3.70	3,700.00
06/22/25	Ning He	Analyze tax issue (.6); confer with BDO regarding same (.6).	1.20	1,038.00
06/23/25	Anita Peterson	Emails with K. Kansa regarding Notice of Filing Plan Support Agreement with Corrected Exhibit	2.70	1,093.50

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Date	Name	Description	Hours	Amount
		(.2); revise Notice of Filing Plan Support Agreement (.2); coordinate with Managing Clerk's Office regarding filing documents with Court (.2); review as-filed 2025-06-23 (Dkt 1347) Notice of Filing Plan Support Agreement, 2025-06-23 (Dkt 1347-1) Term Sheet - Exhibit A revised (.2); email with investigative team regarding same (.1); execute strategy focusing on detailed tracking and timely updates of documents to iManage Work and Microsoft Teams platforms for attorney use per request of T. Schmeltz (.3); email from Akin forwarding 2025-06-23 SAFE AHG letter to the Special Committee regarding mediation and assist attorneys in executing strategy (.2); communications from J. Camara regarding patent litigation and assist attorneys in executing strategy (.1); communication with clients, Province firm regarding same (.1); communication from J. Camara regarding option contract and assist attorneys in executing strategy (.1); communication with clients, Province firm regarding same (.1); communication from J. Camara regarding SAFE and assist attorneys in executing strategy (.1); communication with clients, Province firm regarding same (.1); communication from J. Camara regarding Whinstone and assist attorneys in executing strategy (.1); communication with clients, Province firm regarding same (.1); communication from J. Camara regarding ASICs and assist attorneys in executing strategy (.1); communication with clients, Province firm regarding same (.1); precise tracking and timely updates of deadlines and filings (.1); email from T. Schmeltz to B. Funk forwarding latest draft of reply in support of SAFE claim objection (.1); email from T. Schmeltz to Quinn Emanuel forwarding redline comparison of Debtors' Omnibus Reply to Responses to Objection to Claims (.1).		
06/23/25	Kathleen L. Matsoukas	Confer with T. Schmeltz and N. He regarding strategy for draft reply brief (.5); multiple communications with T. Schmeltz, N. He, and	9.40	8,272.00

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Date	Name	Description	Hours	Amount
		others regarding reply brief (.6); review and analyze SAFE holders' response brief (1.5); draft and revise reply brief (5.6); review and integrate edits from client (1.2).		
06/23/25	Carrie M. Raver	Prepare for (.8); and participate in mediation session (8.2).	9.00	8,550.00
06/23/25	Anna Bninski	Review investigation team correspondence.	0.20	101.00
06/23/25	Kenneth Kansa	Email to A. Peterson on corrected exhibit to Plan (.2); follow up email to A. Peterson on same (.1); review SAFEs' correspondence (.2); review of reply brief on objection to SAFE claims (1.4); review emails on same (.6); review list of open plan points for follow up (.6).	3.10	3,735.50
06/23/25	Trace (Vincent P.) Schmeltz	Prepare for mediation (1.2); attend all-day mediation (8.2); confer with client regarding next steps (1.1).	10.50	10,500.00
06/23/25	Ning He	Prepare and finalize confidentiality acknowledgments (1.5); analyze tax issue (2.7); confer with T. Schmeltz and K. Matsoukas regarding strategy for draft reply brief (.5); revise brief regarding SAFE objection (6.2).	10.90	9,428.50
06/23/25	Trace (Vincent P.) Schmeltz	Confer with K. Matsoukas and N. He regarding strategy for draft reply brief.	0.50	500.00
06/24/25	Aaron Gavant	Review filings (.2); communications with BT team regarding plan and disclosure statement status and next steps (.6).	0.80	724.00
06/24/25	Carrie M. Raver	Draft cover email for C. Topping to use to send broker notice of Camara claims to insurers.	0.20	190.00
06/24/25	Anita Peterson	Communications with B. Funk regarding latest draft of reply in support of SAFE claim objection and assist attorneys in executing strategy per request of T. Schmeltz (.2); communications with Quinn Emanuel, Clients regarding revised Debtors' Omnibus Reply to Responses to Objection to Claims and assist attorneys in executing strategy per request of T. Schmeltz (.5); execute strategy focusing on detailed tracking and timely updates of documents to iManage Work and Microsoft Teams platforms for attorney use per request of T. Schmeltz (.4); create secure file sharing link (BTFileshare) for	2.30	931.50

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Date	Name	Description	Hours	Amount
		reply brief (.2); update BTFileshare with revised reply brief (.2); communications with client team, Quinn Emanuel regarding same (.3); emails with BT team regarding same (.3); communications with Quinn Emanuel regarding as-filed 2025-06-24 (Dkt 1351) Debtors' Omnibus Reply to Responses to Objection to Claims and assist attorneys in executing strategy per request of T. Schmeltz (.2).		
06/24/25	Paige Lohse	Analyze and send correspondence regarding recent developments (1.4); draft letter to SAFE AHG regarding D&O communications (.7).	2.10	1,512.00
06/24/25	Anna Bninski	Correspond with K. Matsoukas regarding joinder of Special Committee to Debtors' Omnibus Reply regarding responses to Debtors Omnibus Objection to Claims (.6); communications with K. Kansa regarding same (.3); draft joinder (1.9); implement K. Kansa edits to same (.1); facilitate docketing, including consultation with managing clerk's office regarding options in S.D. Texas bankruptcy filing system (1.8).	4.70	2,373.50
06/24/25	Kenneth Kansa	Emails to A. Bninski on joinder (.3); review emails on SAFE claim objection (.2); review draft of SAFE claim objection (.5); further review of reply brief and related materials (.4).	1.40	1,687.00
06/24/25	Eric Beard	Provide case team with updated privilege log (.2); finalize export (.2).	0.40	126.00
06/24/25	Kathleen L. Matsoukas	Continue work on reply brief in further support of claim objection and communicate with team regarding same (3.3); review current status of privilege log and Imperium document production issue (.4); confer regarding issue of joinder with T. Schmeltz (.3); communicate with A. Bninski regarding draft joinder and review same (.8); attention to finalizing and filing joinder in reply brief with related internal communications (2.2).	7.00	6,160.00
06/24/25	Ning He	Revise brief regarding SAFE objection (4.2); analyze tax issue (2.2); confer regarding mediation confidentiality acknowledgments (.6)	7.00	6,055.00
06/25/25	Carrie M. Raver	Address mediation and settlement issues.	0.60	570.00

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Date	Name	Description	Hours	Amount
06/25/25	Carrie M. Raver	Participate in call with T. Schmeltz and R. Mates regarding settlement and coverage issues.	0.40	380.00
06/25/25	Paige Lohse	Analyze and send correspondence and filings regarding recent developments (1.1); office conference with K. Kansa regarding plan status and timing (.2); revise letter to SAFE AHG regarding document production (1.9); review materials to incorporate into letter (1.1).	4.30	3,096.00
06/25/25	Aaron Gavant	Review filings (.4); and communications with BT team regarding same and next steps (.1).	0.50	452.50
06/25/25	Anita Peterson	Communication from T. Schmeltz to Akin regarding 2025-06-23 SAFE AHG letter to the Special Committee regarding mediation (.1); execute strategy focusing on detailed tracking and timely updates of documents to iManage Work and Microsoft Teams platforms for attorney use per request of T. Schmeltz (.1); emails with K. Kansa regarding monthly fee statement (.2).	0.40	162.00
06/25/25	Kenneth Kansa	Office conference with P. Lohse on plan status and upcoming timing (.2); review SAFEs' objection documents and reply (1.4); emails to A. Peterson on fee application (.3); review and respond to P. Lohse email on motion to quash (.2); review T. Schmeltz email to SAFEs (.2); review of recent pleadings (.4).	2.70	3,253.50
06/25/25	Anna Bninski	Review documents in order to create privilege log (.9); correspond with Litigation Support team, K. Matsoukas regarding same (.3).	1.20	606.00
06/25/25	Trace (Vincent P.) Schmeltz	Work on disclosure information (.1); respond to Akin letter (.1); provide briefing to client (.2); participate in board meeting (1.3); attend to motion to quash (.2); attend to insurance settlement (.5); confer with K. Matsoukas regarding issue of joinder (.3); call with R. Mates and C. Raver regarding settlement and coverage issues (.4).	3.10	3,100.00
06/25/25	Janelle Peters	Upload data into database for review (HD data).	0.30	90.00
06/25/25	Lydia Parks	Respond to project request regarding production (.1); communications with A. Bninski	0.60	291.00

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FIDUCIARY DUTY INVESTIGATION

Date	Name	Description	Hours	Amount
		regarding same (.2); communications with Litigation Support team regarding the production, metadata log and privilege log (.2); communication regarding the same with K. Matsoukas (.1).		
06/25/25	Kathleen L. Matsoukas	Communications with team regarding remaining tasks for privilege log production.	0.40	352.00
06/25/25	Ning He	Analyze report regarding privilege (1.6); review materials regarding mediation confidentiality (.3); analyze past statements regarding SAFE (3.2); analyze privilege log (.5); analyze documents regarding SAFE calculation (2.2).	7.80	6,747.00
06/26/25	Anita Peterson	Communications with Akin regarding D&O document production and assist attorneys in executing strategy per request of T. Schmeltz (.2); emails with billing clerk (K. Phillips) regarding monthly fee statement (.2); review and revise summary of fees for monthly fee statement (1.3); communications with Quinn Emanuel regarding Ninth Monthly Fee Statement (.2); communications with Akin forwarding Investigation Facts Statement with redactions, Redaction Log and assist attorneys in executing strategy per request of T. Schmeltz (.2); assist attorneys in executing strategy focusing on precise tracking and timely updates of deadlines and filings per request of P. Lohse (.1); email from T. Schmeltz to Clients and Province firm forwarding draft presentation to the UCC and assist attorneys in executing strategy per request of T. Schmeltz (.2).	2.40	972.00
06/26/25	Aaron Gavant	Communications with BT team regarding plan and disclosure statement status and next steps.	0.50	452.50
06/26/25	Paige Lohse	Analyze motion to quash (.3); prepare response to motion to quash (.6); continue to revise letter to SAFE AHG regarding document production (.7); finalize supplement to SAFE AHG based on motion to compel order (1.3); calls with T. Schmeltz and K. Matsoukas regarding response to motion to quash Celsius subpoena (.7); continue to analyze and send correspondence and filings regarding recent developments (.3).	3.90	2,808.00

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FIDUCIARY DUTY INVESTIGATION

Date	Name	Description	Hours	Amount
06/26/25	Trace (Vincent P.) Schmeltz	Call with D. Eaton regarding strategy (.2); call with A. Schupak (.3); draft letter to SAFE parties (.3); call with B. Funk on SAFE issues (.3); call with K. Matsoukas regarding work needed (.2); calls with M. Robinson on settlement (.3); call with N. He regarding work needed (.2); attend to SAFE/UCC issues (.2); prepare presentation to UCC (3.2).	5.20	5,200.00
06/26/25	Anna Bninski	Correspond with K. Matsoukas regarding need for summary of Debtors' Omnibus Objection, SAFE Holder Responses, and Debtors' Omnibus Reply (.2); commence work on same, including review of hundreds of pages of filing in coordination with L. Parks (4.5); correspond with P. Lohse regarding document production index (.1).	4.80	2,424.00
06/26/25	Kenneth Kansa	Review incoming pleadings (.3); review SAFEs' pleadings (.3); review SAFEs correspondence from P. Lohse (.1); review draft UCC presentation on plan/settlement points (.4).	1.10	1,325.50
06/26/25	Janelle Peters	Create searches.	0.50	150.00
06/26/25	Lydia Parks	Communications with Litigation Support team regarding status of the privilege log (.1); communications with T. Schmeltz regarding presentation (.1); edit and provide feedback on metadata log (.8); communications with A. Bninski regarding the document production (.1); craft searches and isolate non-privileged documents (.3); edit the search criteria of non-privileged documents per request of K. Matsoukas (.7); communications with A. Bninski regarding the SAFE Claim Objection outline (.1); communications with Litigation Support team regarding the needed changes to the metadata log, non-privileged production pull (.7); communication with K. Matsoukas regarding metadata log and non-privileged document list (.1).	3.00	1,455.00
06/26/25	Kathleen L. Matsoukas	Multiple calls with T. Schmeltz and P. Lohse regarding response to motion to quash Celsius subpoena (.7); communicate with team regarding finalizing privilege log and list of	1.50	1,320.00

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FIDUCIARY DUTY INVESTIGATION

Date	Name	Description	Hours	Amount
		Imperium documents to be produced (.4); communications with P. Lohse and team regarding response to SAFE letter relating to production of D&O materials (.2); call with T. Schmeltz regarding work needed (.2).		
06/26/25	Ning He	Confer with Province regarding SAFE (.5); call with T. Schmeltz regarding work needed (.2); prepare presentation materials to UCC (4.6); analyze documents regarding SAFE (2.3); analyze arguments regarding SAFE hearing (1.2).	8.80	7,612.00
06/26/25	Trace (Vincent P.) Schmeltz	Calls with K. Matsoukas and P. Lohse regarding response to motion to quash Celsius subpoena.	0.70	700.00
06/27/25	Anita Peterson	Emails with billing clerk (K. Phillips) regarding monthly fee statement (4); review and revise summary of fees for monthly fee statement (.5); emails with Company and assist attorneys in executing strategy per request of T. Schmeltz (.2).	1.10	445.50
06/27/25	Paige Lohse	Continue to prepare response to motion to quash.	2.10	1,512.00
06/27/25	Trace (Vincent P.) Schmeltz	Call with J. Melnick on settlement (.5); confer with R. Mates on same (.3); confer with D. Eaton on same (.2); confer with C. Raver regarding settlement issues (.1); confer with Special Committee and Co-CROs on settlement (.4); confer with M. Robinson on same (.3); prepare for hearing next week (.7).	2.50	2,500.00
06/27/25	Carrie M. Raver	Participate in call with mediator regarding settlement issues.	0.40	380.00
06/27/25	Carrie M. Raver	Participate in call with client regarding settlement issues (.2); confer with T. Schmeltz regarding same (.1).	0.30	285.00
06/27/25	Carrie M. Raver	Participate in client call regarding possible settlement issues.	0.40	380.00
06/27/25	Lydia Parks	Revise SAFE letter (.3); communications with the team regarding the upcoming SAFE hearing (.1); review prior pleadings relevant to the claim objection (1.7); follow-up with litigation support regarding the privilege log (.2); outline the Special Committee's position regarding	6.10	2,958.50

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FIDUCIARY DUTY INVESTIGATION

Date	Name	Description	Hours	Amount
		subordination and the SAFEs' objections based on prior pleadings to inform T. Schmeltz's argument (3.6); revise argument outline and circulate to the team (.2).		
06/27/25	Anna Bninski	Complete draft summary of Debtors' Omnibus Objection to Claims, SAFE Holder responses, and Debtors' Omnibus Reply, to facilitate oral argument on same, including coordination of argument division with L. Parks (6.9); correspond with K. Matsoukas regarding same (.2).	7.10	3,585.50
06/27/25	Kenneth Kansa	Review UCC deck (.4); email to T. Schmeltz on intercompany claims (.2); further email to T. Schmeltz on same (.1); review incoming pleadings (.4); review emails on SAFEs' filings (.2).	1.30	1,566.50
06/27/25	Ning He	Revise UCC presentation deck (3.4); analyze arguments regarding hearing (2.8); analyze documents regarding SAFE (1.1).	7.30	6,314.50
06/28/25	Anita Peterson	Email from Quinn Emanuel forwarding 2025-06-27 (Dkt 1376) Safe Claimant's Further Response to Omnibus Safe Objection SEALED, 2025-06-27 (Dkt 1378) Safe Claimant's Further Response to Omnibus Safe Objection REDACTED and assist attorneys in executing strategy per request of T. Schmeltz (.3); communications with Akin regarding exhibits for 2025-07-02 hearing (.1); communications with Quinn Emanuel regarding 2025-07-02 hearing (.2).	0.60	243.00
06/28/25	Ning He	Analyze and summarize SAFE further response (2.4); revise presentation materials to UCC (.4).	2.80	2,422.00
06/28/25	Kathleen L. Matsoukas	Review and analyze outline for upcoming argument on SAFE claim objection.	0.70	616.00
06/29/25	Anita Peterson	Emails with billing clerk (K. Phillips) regarding monthly fee statement (.2); review and revise summary of fees for monthly fee statement (1.7); communication with clients, Province Firm regarding draft presentation to UCC (.1); communication with clients, Province Firm regarding call with UCC, hearing on Wednesday	2.20	891.00

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FIDUCIARY DUTY INVESTIGATION

Date	Name	Description	Hours	Amount
		and assist attorneys in executing strategy per request of T. Schmeltz (.1); communication from Akin forwarding 2025-06-29 SAFE AHG Letter to the Special Committee and assist attorneys in executing strategy per request of T. Schmeltz (.1).		
06/29/25	Anna Brinski	Expand argument outline at request of T. Schmeltz (.6); communication with T. Schmeltz, K. Matsoukas regarding same (.1).	0.70	353.50
06/29/25	Paige Lohse	Revise response to motion to quash.	0.40	288.00
06/29/25	Trace (Vincent P.) Schmeltz	Prepare presentation to UCC (1.4); conference with client team regarding strategy (1.2).	2.60	2,600.00
06/29/25	Ning He	Prepare for (.1); attend discussion with the Trustee and the Special Committee regarding UCC meeting (1.2).	1.30	1,124.50
06/30/25	Charlotte Underwood	Review draft letter to SAFE regarding deposition (.2); communications with P. Lohse and N. He regarding outstanding projects (.1); review BDO correspondence relating to tax analysis (.2).	0.50	535.00
06/30/25	Lydia Parks	Communication with A. Peterson about the upcoming Third Interim Fee Application (.1); initial review of the fee statements (.1); review the new privilege log and reformat and circulate (.2); communication with N. He regarding the Report (.1).	0.50	242.50
06/30/25	Ning He	Revise UCC presentation deck (2.7); revise correspondence to SAFE (.8); revise outline for hearing arguments (2.4); prepare demonstrative for hearing (3.1); confer with Province regarding SAFE analysis (.3); confer with Quinn Emanuel regarding hearing argument (.2); analyze report regarding transfers (2.2).	11.70	10,120.50
06/30/25	Trace (Vincent P.) Schmeltz	Prepare for meeting with UCC (.3); meet with UCC (1.6); conference with clients regarding settlement (.4); conference with R. Mates regarding settlement (.2); confer with C. Raver regarding settlement (.2); confer with M. Fox regarding settlement (.1); communications with B. Funk regarding settlement (.2); confer with clients regarding settlement before finalizing	7.60	7,600.00

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FIDUCIARY DUTY INVESTIGATION

Date	Name	Description	Hours	Amount
		(.2); confer with mediator (.1); teleconference with K. Kansa regarding equitable subordination question (.1); prepare for SAFE hearing (4.2).		
06/30/25	Carrie M. Raver	Evaluate and strategize regarding mediator's proposal.	0.30	285.00
06/30/25	Carrie M. Raver	Confer with T. Schmeltz regarding settlement.	0.20	190.00
06/30/25	Carrie M. Raver	Participate in client call regarding mediator's proposal.	0.30	285.00
06/30/25	Anita Peterson	Emails with billing clerk (K. Phillips) regarding monthly fee statement and Ledes data (.3); emails with T. Schmeltz regarding monthly fee statement (.3); draft Barnes & Thornburg LLP's Ninth Monthly Fee Statement for the Period May 1, 2025 Through May 31, 2025 including Exhibits A-C and Ledes (.8); coordinate filing of 2025-06-30 B&T's Ninth Monthly Fee Statement with Exhibits A-C (.6); review as-filed 2025-06-30 (Dkt 1393) B&T's Ninth Monthly Fee Statement with Exhibits A-C and assist attorneys in executing strategy per request of T. Schmeltz (.2); precise tracking and timely updates of deadlines and filings (.2); emails with fee notice parties regarding 2025-06-30 (Dkt 1393) B&T's Ninth Monthly Fee Statement with Exhibits A-C (.2); emails with United States Trustee regarding 2025-06-30 (Dkt 1393) B&T's Ninth Monthly Fee Statement with Exhibits A-C and Ledes data (.2); review materials for interim fee application (.2); communication with local counsel regarding Ninth Monthly Fee Statement and assist attorneys in executing strategy per request of T. Schmeltz (.2); emails with L. Parks regarding Third Interim Fee Statement (.3); execute strategy focusing on detailed tracking and timely updates of documents to iManage Work and Microsoft Teams platforms for attorney use per request of T. Schmeltz (.2); communication from T. Schmeltz to SAFE AHG regarding motion to quash Celsius deposition (.1); communication from Akin forwarding 2025-06-30 (Dkt 1392) (including multiple exhibits) Celsius Holdings US LLC's Witness and Exhibit List for the Hearing Scheduled for July 2, 2025	4.10	1,660.50

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FIDUCIARY DUTY INVESTIGATION

Date	Name	Description	Hours	Amount
		SEALED and assist attorneys in executing strategy per request of T. Schmeltz (.3).		
06/30/25	Aaron Gavant	Review most recent communications with SAFE AHG (.2); communications with BT team regarding status and anticipated next steps (.3).	0.50	452.50
06/30/25	Paige Lohse	Continue to revise and send response to motion to quash (1.1); continue to analyze and send correspondence and filings regarding recent developments (.2); analyze SAFE AHG letter on document production and strategize on response (.6).	1.90	1,368.00
06/30/25	Kenneth Kansa	Address fee application filing (.3); teleconference with T. Schmeltz on equitable subordination question (.1); review new pleadings (.2); review SAFE objection materials (.3); review N. He email on UCC presentation (.2).	1.10	1,325.50
06/30/25	Kathleen L. Matsoukas	Assist with preparation for upcoming hearing on SAFE claim objection.	0.60	528.00
06/30/25	Kathleen L. Matsoukas	Prepare for upcoming argument on SAFE claim objection by reviewing materials and caselaw and communicating with team regarding moot and potential questions (2.0); communications with team regarding insurance letters held by Imperium and production strategy (.3).	2.30	2,024.00
06/30/25	Anna Bninski	Revise argument outline for hearing on July 2.	1.30	656.50
06/30/25	Caroline Payne	Review documents to identify investors presentation recipients.	1.30	630.50
Fees for Services			\$	579,590.50

	Hours	Rate	Amount
Carrie M. Raver	23.40	\$950.00	\$22,230.00
Aaron Gavant	10.20	\$905.00	\$9,231.00
Kathleen L. Matsoukas	69.00	\$880.00	\$60,720.00
Ning He	140.30	\$865.00	\$121,359.50
Paige Lohse	44.00	\$720.00	\$31,680.00
Anna Bninski	29.90	\$505.00	\$15,099.50

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FIDUCIARY DUTY INVESTIGATION

	Hours	Rate	Amount
Lydia Parks	11.30	\$485.00	\$5,480.50
Caroline Payne	4.70	\$485.00	\$2,279.50
Mariana Renke	1.80	\$485.00	\$873.00
Kevin Warren	2.60	\$485.00	\$1,261.00
Anita Peterson	50.80	\$405.00	\$20,574.00
Eric Beard	1.60	\$315.00	\$504.00
Janelle Peters	0.90	\$300.00	\$270.00
Kenneth Kansa	119.10	\$1,205.00	\$143,515.50
Charlotte Underwood	25.90	\$1,070.00	\$27,713.00
Trace (Vincent P.) Schmeltz	116.80	\$1,000.00	\$116,800.00
TOTALS	652.30		\$579,590.50

Other Charges:

05/01/25	Uber - Car Rental/Car Service - Return from Dallas mediation hotel to airport	55.33
05/01/25	Uber - Car Rental/Car Service - Return from Dallas mediation airport to home	95.57
05/01/25	Uber - Car Rental/Car Service - Return from Dallas mediation hotel to airport tip	13.00
05/01/25	Uber - Car Rental/Car Service - Return from Dallas mediation airport to home tip	19.11
05/31/25	American Express - Airfare American Express - SCHMELTZ III/VINCENT PAUL - IAH ORD - 6/5/2025 - 6/5/2025 - INV113437	345.74
06/10/25	US Legal Support Inc - US Legal Support Inc - 5/19/2025 Certified transcript of Nathan Nichols Inv Number: 20251012691-14 06/05/2025	2,055.15
06/10/25	E-Filing Court Documents - E-Filing documents with Court 06-10-2025	50.00
06/11/25	American Express - Airfare American Express - SCHMELTZ III/VINCENT PAUL - ORD LGA ORD - 6/22/2025 - 6/25/2025 - INV115372	722.58
06/13/25	American Express - Airfare American Express - RAVEN/CARRIE M - FWA LGA FWA - 6/20/2025 - 6/24/2025 - INV115834	592.37

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FIDUCIARY DUTY INVESTIGATION

06/17/25	FedEx PS Ship - Courier Service Fedex - Inv#889958526 - to Mitchell P Hurley, Akin Gump Strauss Hauer & Feld, NEW YORK, NY, US from Charlotte Underwood	34.62
06/17/25	JAMS Inc - JAMS Inc - Mediation Fees Inv Number: 7748674 06/16/2025	17,500.00
06/18/25	Court Case Document and Docket Acquisitions - E-Filing Document with the court 06-18-2025	50.00
06/25/25	American Express - American Express - TOPPING/CHARLES - Hotel - "THE LEXINGTON NEW YORK, NEW YORK, NY" - INV115116	996.56
06/26/25	FedEx PS Ship - Fedex - Inv#891430002 - to Mitchell P Hurley, Akin Gump Strauss Hauer & Feld, NEW YORK, NY, US from Trace Schmeltz	34.62
06/26/25	FedEx PS Ship - Fedex - Inv#891430002 - to Sarah Schultz, Akin Gump Strauss Hauer & Feld, NEW YORK, NY, US from Trace Schmeltz	34.62
06/28/25	American Express - Airfare American Express - SCHMELTZ III/VINCENT PAUL - ORD LAX ORD - 6/30/2025 - 7/3/2025 - INV118260	995.41
06/30/25	Trace (Vincent P.) Schmeltz III - Trace (Vincent P.) Schmeltz III - Taxi/Car Service - Travel to New York to attend June 23, 2025 JAMS mediation. Uber from LGA to hotel. - 06/22/2025	90.72
06/30/25	Trace (Vincent P.) Schmeltz III - Trace (Vincent P.) Schmeltz III - Taxi/Car Service - Travel to New York to attend June 23, 2025 JAMS mediation. Uber from hotel to LGA. - 06/25/2025	91.60
06/30/25	Trace (Vincent P.) Schmeltz III - Trace (Vincent P.) Schmeltz III - Parking - Travel to New York to attend June 23, 2025 JAMS mediation. - 06/25/2025	189.00
06/30/25	Trace (Vincent P.) Schmeltz III - Trace (Vincent P.) Schmeltz III - Lodging - Travel to New York to attend June 23, 2025 JAMS mediation. - 06/22/2025 - 06/25/2025	1,816.14
06/30/25	Everlaw Inc - Professional Services; Active Review - eDiscovery Hosting Services Subscription Fees 06-30-2025	1,876.00

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FIDUCIARY DUTY INVESTIGATION

06/30/25	Everlaw Inc - Professional Services; Early Case Assessment - eDiscovery Hosting Services Subscription Fees 06-30-2025	1,072.00
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06/30/25	E-Filing Court Documents - E-Filing documents with Court 06-30-2025	50.00
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\$ 28,780.14

BARNES & THORNBURG LLP

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SPECIAL COMMITTEE OF THE BOARD OF
DIRECTORS OF RHODIUM
DAVID EATON
251 LITTLE FALLS DRIVE
WILMINGTON, DE 19808
DAVIDEATON@RHDM.COM

Invoice 3447973

July 30, 2025
Trace (Vincent P.) Schmeltz
00101065-00000001

PAYABLE UPON RECEIPT

Fees for Services	\$	579,590.50
Other Charges	\$	28,780.14
Total This Invoice	\$	608,370.64

To remit payments by check, please return this page with remittance to:

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ABA #074908594 for ACH

ABA #042000314 for Wires

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