

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

In re:

SAKS GLOBAL ENTERPRISES, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 26-90103 (ARP)

(Jointly Administered)

**MOTION OF RICHARD A. BAKER TO QUASH NOTICE OF OFFICIAL
COMMITTEE OF UNSECURED CREDITORS' BANKRUPTCY RULE 2004
REQUEST FOR PRODUCTION OF DOCUMENTS FROM RICHARD A. BAKER**

This Motion seeks an order that may adversely affect you. If you oppose the motion, you should immediately contact the moving party to resolve the dispute. If you and the moving party cannot agree, you must file a response and send a copy to the moving party. You must file and serve your response within 21 days of the date this was served on you. Your response must state why the motion should not be granted. If you do not file a timely response, the relief may be granted without further notice to you. If you oppose the motion and have not reached an agreement, you must attend the hearing. Unless the parties agree otherwise, the court may consider evidence at the hearing and may decide the motion at the hearing. Represented parties should act through their attorney.

Richard A. Baker (“Mr. Baker”), by and through his undersigned counsel, hereby submits this motion to quash (the “Motion”) to the *Notice of Official Committee of Unsecured Creditors’ Bankruptcy Rule 2004 Request for Production of Documents from Richard A. Baker* [Dkt. No. 1847] (the “Subpoena”), filed by the Official Committee of Unsecured Creditors (the “Committee”) in the above-captioned proceeding (the “Chapter 11 Cases”). In support of this Motion, Mr. Baker states as follows:

¹ A complete list of each of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors’ claims and noticing agent at <https://cases.stretto.com/Saks>. The location of Debtor Saks Global Enterprises, LLC’s corporate headquarters and the Debtors’ service address in these chapter 11 cases is 225 Liberty Street, 31st Floor, New York, NY 10281. Bradley Arant Boult Cummings LLP is counsel for the following Debtors: Saks OFF 5TH HOLDINGS LLC, Saks OFF 5TH LLC, Saks OFF 5TH Midco Partner Inc., and Luxury Outlets USA, LLC (collectively, the “SO5 Digital Debtors”). Haynes and Boone, LLP and Willkie Farr & Gallagher LLP are counsel for the remaining Debtors (collectively, the “Global Debtors”).

PRELIMINARY STATEMENT

1. Mr. Baker was the Debtors' executive chairman of the board of directors and chief executive officer. Since Mr. Baker's separation with the Company on the night of the Petition Date, he has had no access to his company-affiliated email or company-issued hardware.

2. Although Rule 2004 discovery is broad, "it is not limitless." Courts have discretion to limit such requests if the discovery would cause an undue burden on the subject and disregards the basic principles of discovery efficiency and proportionality. That is especially true where, as here, the requested discovery is more readily available from other sources, including estate fiduciaries already in possession of the very same documents responsive to the Subpoena. The Committee must demonstrate good cause for the Subpoena, which it cannot do as the requests are irrelevant and unnecessary for the establishment of a claim at this juncture. Further, even if appropriate, the Subpoena would impose an undue burden on an individual when the documents can be more easily obtained from other sources.

3. The Debtors and the Special Committee, who have all documents and communications from the company's server, are the parties who should respond to the Subpoena. As to any privileged documents and communications sent while Mr. Baker was an employee or director, the Debtors alone must determine whether to waive such privilege in connection with any production.

4. What's more, while the Committee references an upcoming Challenge Period (as defined below) as the impetus for the Subpoena, as set forth below, neither that nor the releases contemplated under the Plan (as defined below) justify relief under Rule 2004. Mr. Baker is not in possession of any material that is relevant to either of these concerns that is not already in the Debtors' possession. Therefore, Mr. Baker seeks to quash the Subpoena in its entirety or, at most, limit the burden to what is necessary.

JURISDICTION AND VENUE

5. The United States Bankruptcy Court for the Southern District of Texas (the “Court”) has jurisdiction over this matter pursuant to 28 U.S.C. § 1334.² This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b).

6. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

7. The bases for the relief requested herein are Bankruptcy Rules 9014, and 9016, Rules 2004-1(f) and 9013-1 of the Bankruptcy Local Rules for the Southern District of Texas (the “Local Rules”) and Rule 45 and Rule 26 of the Federal Rules of Civil Procedure.

RELEVANT FACTUAL BACKGROUND

8. On January 13, 2026, (the “Petition Date”) and January 14, 2026, the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code.

9. On the Petition Date, Mr. Baker and the Debtors agreed to a mutual separation, following which Mr. Baker ceased to be an employee, officer or director of the Debtors.³

10. On March 31, 2026, and April 1, 2026, the former President & CEO of Saks Global Properties & Investments produced all text messages and other forms of communications (other than emails sent to or from a company-issued email address, of which the estate is already in possession) between himself and Mr. Baker to counsel to the Special Committee. At the time of this Motion, the only other documents in Mr. Baker’s possession are text messages and certain other communications on his personal devices.

² By filing this Motion, Mr. Baker does not waive and expressly reserves all rights to contest the jurisdiction of the Bankruptcy Court with respect to Mr. Baker.

³ Mr. Baker reserves all rights to seek reimbursement of his reasonable out-of-pocket expenses from applicable insurance carriers or the Debtors, including but not limited to, seeking further relief from this Court.

LEGAL STANDARD

11. Federal Rules of Civil Procedure 26 and 45, which are made applicable to this proceeding by Bankruptcy Rule 9016, define the scope of permitted discovery in the Chapter 11 Cases. *See Booth v. City of Dallas*, 312 F.R.D. 427, 430 (N.D. Tex. 2015) (recognizing the standards of Rule 26(b) apply to subpoenas issued as discovery devices).

12. Under Rule 26(b)(1), “[p]arties may obtain discovery regarding any non-privileged matter that is relevant to any party’s claim or defense and proportional to the needs of the case, considering the importance of the issues at stake in the action, the amount in controversy, the parties’ relative access to relevant information, the parties’ resources, the importance of the discovery in resolving the issues, and whether the burden or expense of the proposed discovery outweighs its likely benefit.” FED. R. CIV. P. 26(b)(1). Nonetheless, a party issuing and serving a subpoena “must take reasonable steps to avoid imposing undue burden or expense on a person subject to the subpoena.” FED. R. CIV. P. 45(d)(1). Even where a document is relevant and proportional, the Court still retains the power to limit discovery if the request is duplicative or burdensome, including if the discovery “can be obtained from some other source that is more convenient, less burdensome, or less expensive.” FED. R. CIV. P. 26(b)(2)(c). Importantly, non-parties are entitled to heightened protection from the burdens of litigation. *See Wiwa v. Royal Dutch Petroleum Co.*, 392 F.3d 812, 818 (5th Cir. 2004) (“[I]f the person to whom the document request is made is a non-party, the court may also consider the expense and inconvenience to the non-party.”).

13. “Whether a subpoena subjects a witness to undue burden generally raises a question of the subpoena’s reasonableness, which requires a court to balance the interests served by demanding compliance with the subpoena against the interests furthered by quashing it.” *Positive Black Talk, Inc. v. Money Records*, 394 F.3d 357, 377 (5th Cir. 2004), abrogated on other grounds

by *Reed Elsevier, Inc. v. Muchnick*, 559 U.S. 154 (2010) (quotation marks and citation omitted). This balancing “calls upon the court to consider whether the information is necessary and *unavailable from any other source.*” *Id.* (emphasis added). When determining whether a subpoena is unduly burdensome, courts in the Fifth Circuit consider the “(1) relevance of the information requested; (2) the need of the party for the documents; (3) the breadth of the document request; (4) the time period covered by the request; (5) the particularity with which the party describes the requested documents; and (6) the burden imposed.” *Wiwa*, 392 F.3d at 818.

ARGUMENT

A. The Committee Must Demonstrate the Requisite Good Cause Necessary for Discovery from Mr. Baker under Rule 2004.

14. The party seeking to conduct a Rule 2004 examination has the burden of showing good cause for the examination that it seeks. Good cause can be demonstrated if the Rule 2004 examination is necessary to establish the claim of the party seeking the examination, but not if denial of such request would cause the examiner undue hardship or injustice. *In re Metiom, Inc.*, 318 B.R. 263, 268 (S.D.N.Y. 2004). Courts apply a totality of the circumstances test to determine whether good cause exists. *See In re Kearney*, 590 B.R. 913, 924 (Bankr. D.N.M. 2018) (“[B]ankruptcy courts should be careful to balance the estate’s right to pre-litigation discovery with the target’s right to be protected against improper, unwarranted, or unduly burdensome discovery.”); *In re Countrywide Home Loans, Inc.*, 384 B.R. 373, 392–94 (Bankr. W.D. Pa. 2008) (articulating a balancing test for determining “good cause”); *In re Drexel Burnham Lambert Grp., Inc.*, 123 B.R. 702, 712 (Bankr. S.D.N.Y. 1991) (“Rule 2004 requires that we balance the competing interests of the parties, weighing the relevance of and necessity of the information sought by examination.”).

15. Rule 2004 is not boundless, and courts exercise discretion to determine if discovery

under Rule 2004 is appropriate. *See, e.g.*, Fed. R. Bankr. P. 2004(a) (providing that “the court *may* order the examination of any entity”) (emphasis added); *In re Enron Corp.*, 281 B.R. 836, 840 (Bankr. S.D.N.Y. 2002) (noting that “the Court has the discretion to grant a request for a 2004 examination”); *In re Martelli*, No. 16-20983-PRW, 2017 Bankr. LEXIS 2015, at *11 n. 5 (Bankr. W.D.N.Y. July 20, 2017) (“The phrase, ‘any matter which may affect the administration of the debtor’s estate,’ is not viewed by this Court as a loophole through which an interested party—here, the UST—can wiggle to avoid the catch limits of Rule 2004(b).”). Moreover, courts do not permit unfettered “fishing expedition[s].” *In re SunEdison, Inc.*, 562 B.R. 243, 250-51 (Bankr. S.D.N.Y. 2017) (recognizing that Rule 2004 requests should be proportional to the claim at issue); *see also In re Countrywide Home Loans, Inc.*, 384 B.R. at 393-94 (Bankr. W.D. Pa. 2008) (“The Court is further mindful that, while Rule 2004 allows a fishing expedition to some extent, it may not be used as a device to launch into a wholesale investigation of a non-debtor’s private business affairs.”). Further, courts have held that “[i]f the cost and disruption to the person being examined outweigh the benefits to the examiner, the examination should be denied.” *In re Buccaneer Res., LLC*, No. 14-60041, 2015 WL 8527424, at *6 (Bankr. S.D. Tex. Dec. 10, 2015).

16. The Court has ample authority and discretion to quash the Subpoena because the Committee cannot demonstrate that “good cause” exists to demand the requested documents from Mr. Baker. Although not cited as a reason for the Rule 2004 relief, the Committee has requested compliance with the Subpoena from Mr. Baker by April 23, 2026, which is one day prior to the expiration of the Committee’s “Challenge Period” for certain claims under the under the *Final Order (I) Authorizing the Global Debtors to Obtain Postpetition Financing, (II) Granting Liens and Providing Superiority Administrative Expense Claims, (III) Authorizing the Use of Cash Collateral, (IV) Granting Adequate Protection to the Prepetition Secured Parties, (V) Modifying*

the Automatic Stay, and (VI) Granting Related Relief [Dkt. 917] (the “Final DIP Order”). The topics of the Subpoena, however, do not relate to the validity of the Stipulations and Releases in the Final DIP Order. Thus, the first factor of *Wiwa* is not met. Mr. Baker is not receiving a release under the Final DIP Order. Moreover, although the Debtors are still finalizing the terms of the Plan,⁴ Mr. Baker is not listed among the “Released Parties” defined in section 1.243 of the Plan. In light of this, the discovery seems entirely unnecessary and not related to any estate claim or cause of action that is proposed to be released or otherwise foreclosed. In short, no “fishing expedition” should be conducted here. Alternatively, if the Court is inclined to permit discovery, the relief granted should be narrow.

B. The Subpoena Imposes an Undue Burden on Mr. Baker as it Seeks Information that is Not in Mr. Baker’s Possession and is Available from Other Sources.

17. When weighing the proper scope of an examination under Rule 2004, the Court should balance the Committee’s interest in collecting further information against the burden imposed on Mr. Baker. If discovery is unduly intrusive, burdensome, or sought to abuse or harass, courts favor denial of a Rule 2004 request. *Martin*, 1998 WL 405966 at *3. Further, subpoenas are inappropriate where the information may be obtained from a “more convenient, less burdensome, or less expensive source.” *See Reedy v. CITGO Petroleum Corp.*, 2011 WL 13350687, at *6 (S.D. Tex. Dec. 1, 2011); *see also* FED. R. CIV. P. 26(c)(2).

18. The Subpoena is unduly burdensome as it seeks discovery readily available from the estate fiduciaries—the Debtors and the Special Committee—while burdening an individual with duplicative requests. Mr. Baker does not possess unique, material information that is unavailable from the Debtors or the Special Committee. For example, documents regarding the

⁴ As used herein, “Plan” refers to the *Joint Chapter 11 Plan of Saks Global Enterprises LLC and its Global Debtor Affiliates* [Dkt. 1796].

Debtors' prepetition transactions, such as the Neiman acquisition in Request 8 or former Lord & Taylor locations leased by the Debtors in Request 12, is available from the Debtors and stored on their servers. Moreover, many of the Debtors' own representatives advised on such transactions and were intimately involved in the transactions at issue, and therefore able to readily produce such documents.

19. The Special Committee is already conducting an investigation into the prepetition transactions included in the Subpoena and has sought the same documents in discovery from other sources. Given the pending investigation into overlapping topics, the Committee will not suffer any prejudice if the Motion is granted and the Committee must seek the documents from more appropriate sources. *See In re Celsius Network LLC*, No. 22-10964, 2022 Bankr. LEXIS 3091, at *6 (Bankr. S.D.N.Y. Nov. 2, 2022); (denying a request of a creditor to conduct 2004 examination of the debtors when other estate fiduciaries were conducting an investigation into certain of the debtors' pre-petition practices); *see also In re Marks*, Case No. 22-50080, 2022 Bankr. LEXIS 3590 (S.D. Ohio Dec. 13, 2022) (finding that a creditor was not entitled to a 2004 investigation of a non-debtor because there were no special circumstances which warranted a second examination, especially because the chapter 7 trustee's attorney had already covered the same ground in an earlier investigation).

20. Thus, there is simply no justification for burdening Mr. Baker with voluminous document production until, *at the very least*, after the Committee has sought and reviewed the relevant documents from the Debtors or the Special Committee.

CONCLUSION

For the foregoing reasons, Mr. Baker respectfully requests entry of an order as set forth below, and requests that the Court (i) quash the Subpoena in its entirety or (ii) in the alternative, narrow the scope of the Subpoena to the extent the Committee can obtain the documents from

other available sources.

Dated: April 16, 2026
New York, New York

/s/ Rachel C. Strickland

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Counsel to Richard A. Baker

CERTIFICATE OF GOOD FAITH CONFERENCE

The undersigned counsel to Richard A. Baker hereby certifies that good faith attempts were made to confer with the Committee's counsel in an effort to resolve the dispute without court action as set forth above.

/s/ Rachel C. Strickland

CERTIFICATE OF SERVICE

I hereby certify that on April 16, 2026, a true and correct copy of the foregoing document was served electronically by the Court's PACER system.

/s/ Rachel C. Strickland

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

In re:

SAKS GLOBAL ENTERPRISES, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 26-90103 (ARP)

(Jointly Administered)

**ORDER GRANTING MOTION OF
RICHARD A. BAKER TO QUASH NOTICE OF
OFFICIAL COMMITTEE OF UNSECURED CREDITORS' BANKRUPTCY RULE
2004 REQUEST FOR PRODUCTION OF DOCUMENTS FROM RICHARD A. BAKER**

[Relates to Docket No. ____]

Pending before the Court is the *Motion of Richard A. Baker to Quash Notice of Official Committee of Unsecured Creditors' Bankruptcy Rule 2004 Request for Production of Documents from Richard A. Baker* (the "Motion"), filed by Richard A. Baker for entry of an order (this "Order") quashing the *Notice of Official Committee of Unsecured Creditors' Bankruptcy Rule 2004 Request for Production of Documents from Richard A. Baker* [Dkt. No. 1847] (the "Subpoena") from the Official Committee of Unsecured Creditors (the "Committee") that seeks to compel production of documents from Richard A. Baker. Based on the Motion and the entire record before the Court,

IT IS HEREBY ORDERED that:

1. The Motion is **GRANTED** as set forth herein.

¹ A complete list of each of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors' claims and noticing agent at <https://cases.stretto.com/Saks>. The location of Debtor Saks Global Enterprises, LLC's corporate headquarters and the Debtors' service address in these chapter 11 cases is 225 Liberty Street, 31st Floor, New York, NY 10281. Bradley Arant Boult Cummings LLP is counsel for the following Debtors: Saks OFF 5TH HOLDINGS LLC, Saks OFF 5TH LLC, Saks OFF 5TH Midco Partner Inc., and Luxury Outlets USA, LLC (collectively, the "SO5 Digital Debtors"). Haynes and Boone, LLP and Willkie Farr & Gallagher LLP are counsel for the remaining Debtors (collectively, the "Global Debtors").

2. The Subpoena directed to Richard A. Baker, is hereby quashed in its entirety.

3. Notwithstanding any Bankruptcy Rule to the contrary, the terms and conditions of this Order are immediately effective and enforceable upon its entry.

4. This Court retains jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Dated: _____, 2026
Houston, Texas

Alfredo R. Pérez
United States Bankruptcy Judge