

ORDERED.

Dated: September 13, 2024



Grace E. Robson
United States Bankruptcy Judge

**UNITED STATES BANKRUPTCY COURT
MIDDLE DISTRICT OF FLORIDA
ORLANDO DIVISION
www.flmb.uscourts.gov**

IN RE:

Chapter 11 Cases

RED LOBSTER MANAGEMENT LLC,¹

Case No. 6:24-bk-02486-GER
Lead Case

RED LOBSTER RESTAURANTS LLC,
RLSV, INC.,
RED LOBSTER CANADA, INC.,
RED LOBSTER HOSPITALITY LLC,
RL KANSAS LLC,
RED LOBSTER SOURCING LLC,
RED LOBSTER SUPPLY LLC,
RL COLUMBIA LLC,
RL OF FREDERICK, INC.,
RED LOBSTER OF TEXAS, INC.,
RL MARYLAND, INC.,

Jointly Administered with
Case No. 6:24-bk-02487-GER
Case No. 6:24-bk-02488-GER
Case No. 6:24-bk-02489-GER
Case No. 6:24-bk-02490-GER
Case No. 6:24-bk-02491-GER
Case No. 6:24-bk-02492-GER
Case No. 6:24-bk-02493-GER
Case No. 6:24-bk-02494-GER
Case No. 6:24-bk-02495-GER
Case No. 6:24-bk-02496-GER
Case No. 6:24-bk-02497-GER

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number are Red Lobster Management LLC (6889); Red Lobster Sourcing LLC (3075); Red Lobster Supply LLC (9187); RL Kansas LLC (2396); Red Lobster Hospitality LLC (5297); Red Lobster Restaurants LLC (4308); RL Columbia LLC (7825); RL of Frederick, Inc. (9184); RL Salisbury, LLC (7836); RL Maryland, Inc. (7185); Red Lobster of Texas, Inc. (1424); Red Lobster of Bel Air, Inc. (2240); RLSV, Inc. (6180); Red Lobster Canada, Inc. (4569); and Red Lobster International Holdings LLC (4661). The Debtors' principal offices are located at 450 S. Orange Avenue, Suite 800, Orlando, FL 32801.

RED LOBSTER OF BEL AIR, INC.,
RL SALISBURY, LLC,
RED LOBSTER INTERNATIONAL HOLDINGS LLC,

Case No. 6:24-bk-02498-GER
Case No. 6:24-bk-02499-GER
Case No. 6:24-bk-02500-GER

Debtors.

**ORDER APPROVING FIRST AND FINAL APPLICATION
FOR ALLOWANCE AND PAYMENT OF COMPENSATION
AND REIMBURSEMENT OF EXPENSES OF KING & SPALDING
LLP, AS COUNSEL TO THE DEBTORS, FOR THE PERIOD OF MAY
19, 2024, THROUGH AUGUST 11, 2024, AND SUPPLEMENT THERETO**

THIS CASE came before the Court for hearing on September 5, 2024, at 10:00 a.m., in Orlando, Florida (the “Hearing”)² upon (i) the *First and Final Application for Allowance and Payment of Compensation and Reimbursement of Expenses of King & Spalding LLP, as Counsel to the Debtors, for the Period of May 19, 2024 Through August 11, 2024* [ECF No. 926] (the “Final Fee Application”); and (ii) the *Supplement to First and Final Application for Allowance and Payment of Compensation and Reimbursement of Expenses of King & Spalding LLP, as Counsel to the Debtors* [ECF No. 1104] (the “Supplement”); and (iii) further supplement as announced by counsel for the Debtors at the Hearing for the period of August 26, 2024, through the conclusion of the Hearing (“Second Supplement” and together with the Final Fee Application and Supplement, collectively, the “Application”). For the reasons stated on the record at the Hearing, which are incorporated herein, the Court, (i) having reviewed and considered the Application, (ii) finding that good and sufficient notice of the Application and the Hearing thereon has been provided to all creditors and other parties of interest, none of whom have objected to the award sought by the Applicant, including the U.S. Trustee, (iii) having heard the presentation of counsel at the Hearing, and (iv) being otherwise duly advised in the premises, does

² Unless otherwise defined herein, capitalized terms shall have the meanings ascribed to them in the Application (defined herein).

ORDER as follows:

1. The Application is **APPROVED**.
2. King & Spalding LLP, as counsel to the Debtors, filed its Final Fee Application requesting a final award of fees in the amount of \$5,578,719.50 and expenses in the amount of \$27,034.86, for the period inclusive of May 19, 2024, through August 11, 2024.
3. On September 3, 2024, King & Spalding LLP, as counsel to the Debtors, filed its Supplement requesting a final award of fees in the amount of \$1,083,277.00 and expenses in the amount of \$10,000.00, for the period inclusive of August 12, 2024, through August 25, 2024. The actual expenses for such period were \$0.
4. Additionally, as announced on the record at the Hearing, King & Spalding LLP, as counsel to the Debtors, provided an estimate for a final award of fees and expenses in the amount of \$1,156,723.00 incurred by the Applicant for the period inclusive of August 26, 2024, through the Hearing. The actual fees and expenses incurred by the Applicant for the period inclusive of August 26, 2024, through the Hearing are \$1,108,228.50 of fees and \$10,970.39 of expenses.
5. In sum, King & Spalding LLP, by the Application, is presently seeking a final award of \$7,770,225.00 in fees and \$38,005.25 in expenses for a total award of \$7,808,230.25, of which \$3,822,703.25 has already been paid pursuant to the Interim Compensation Order, for the period inclusive of May 19, 2024 through September 5, 2024.
6. King & Spalding LLP, as counsel to the Debtors, is awarded, on a final basis, \$7,770,225.00 as compensation for services rendered and \$38,005.25 as reimbursement for actual and necessary expenses incurred between May 19, 2024 through September 5, 2024, for a final award totaling \$7,808,230.25, as more fully set forth above.
7. King & Spalding LLP is authorized to withdraw from the Professional Fee Reserve

(as such term is defined in the Final DIP Order³) the amount of \$3,985,527.00, which is the sum of: (a) the fees and expenses requested in the Final Fee Application and not yet paid in the amount of \$1,783,051.11; *plus* (b) the fees and expenses requested in the Supplement for the period inclusive of August 12, 2024, through August 25, 2024, in the amount of \$1,083,277.00; *plus* (c) the actual fees and expenses incurred in connection with the Second Supplement for the period inclusive of August 26, 2024, through the Hearing in the amount of \$1,119,198.89.

8. In making the foregoing award, the Court has considered the criteria in section 330 of the Bankruptcy Code, the requirements of Bankruptcy Rule 2016, and the factors that govern the reasonableness of fees as set forth in *Grant v. George Schumann Tire & Battery Co.*, 908 F.2d 874 (11th Cir. 1990), *Matter of First Colonial Corp. of America*, 544 F.2d 1291 (5th Cir. 1977) and *Johnson v. Georgia Highway Express, Inc.*, 488 F.2d 714 (5th Cir. 1974), and finds that the amounts awarded herein represent reasonable compensation for actual and necessary services rendered and expenses incurred by King & Spalding LLP.

9. This Court shall retain exclusive jurisdiction over any and all matters arising from or related to the implementation, interpretation, and/or enforcement of this Order.

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(Paul Steven Singerman, Esq. is directed to serve a copy of this order on interested parties who are non-CM/ECF users and to file a proof of service within three days of entry of the order).

³ *Final Order (I) Authorizing the Debtors to Obtain Postpetition Financing, (II) Authorizing the Debtors to Use Cash Collateral on a Limited Basis, (III) Granting Liens and Providing Superpriority Administrative Expense Status, (IV) Granting Adequate Protection, (V) Modifying the Automatic Stay, and (VI) Granting Related Relief* [ECF No. 393].