

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	Chapter 11
ALAMO DRAFTHOUSE CINEMAS HOLDINGS, LLC, <i>et al.</i> ,	Case No. 21-10474 (MFW)
Debtors. <sup>1</sup>	(Jointly Administered)
	<b>Objection Deadline: September 28, 2021 at 4:00 p.m. (ET)</b>

**SUMMARY OF SIXTH MONTHLY APPLICATION OF YOUNG CONAWAY  
STARGATT & TAYLOR, LLP FOR ALLOWANCE OF COMPENSATION  
FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES  
AS COUNSEL TO THE DEBTORS AND DEBTORS IN POSSESSION FOR  
THE PERIOD FROM AUGUST 1, 2021 THROUGH AUGUST 31, 2021**

Name of Applicant:	Young Conaway Stargatt & Taylor, LLP
Authorized to Provide Professional Services to:	Debtors and Debtors in Possession
Effective Date of Retention:	March 3, 2021 (order entered on March 29, 2021)
Period for which compensation and reimbursement is sought:	August 1, 2021 through August 31, 2021
Amount of Compensation sought as actual, reasonable and necessary:	\$38,920.50
Amount of Expense Reimbursement sought as actual, reasonable and necessary:	\$665.61

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Alamo Drafthouse Cinemas Holdings, LLC (2205); Alamo Drafthouse Cinemas, LLC (5717); Alamo Vineland, LLC (1626); Alamo League Investments GP, LLC (1811); Alamo League Investments, Ltd. (7227); Alamo South Lamar GP, LLC (3632); Alamo South Lamar, LP (4563); Alamo Drafthouse Raleigh, LLC (5979); Alamo DH Anderson Lane, LLC (3642); Alamo Yonkers, LLC (4971); Alamo Mission, LLC (2284); Alamo Ritz, LLC (9465); Alamo Mueller, LLC (1221); Mondo Tees, LLC (6900); Alamo City Foundry, LLC (6092); Alamo Mainstreet, LLC (2052); Alamo City Point, LLC (3691); Alamo Liberty, LLC (5755); Alamo Satown, LLC (6197); Alamo Marketplace, LLC (7041); Alamo Stone Oak, LLC (8398); Alamo Westlakes, LLC (4931); Alamo Park North, LLC (1252); Alamo North SA, LLC (6623); Alamo Avenue B, LLC (8950); Alamo Slaughter Lane GP, LLC (6968); Alamo Slaughter Lane, Ltd. (5341); Alamo Cinema Group I GP, LLC (9537); Alamo Cinema Group I, LP (9656); Alamo Westminster, LLC (8906); Alamo Staten Island, LLC (7781); Alamo Aspen Grove, LLC (7786); Alamo Lakeline, LLC (5294); Alamo Sloans, LLC (9343). The location of the Debtors' service address is: 3908 Avenue B, Austin, Texas 78751.

This is an: X monthly \_\_\_ final application

This monthly application includes 2.40 hours with a value of \$958.00 incurred in connection with the preparation of Fee Applications.

**Prior applications:**

		Requested		Approved	
Date Filed; Docket No.	Period Covered	Fees	Expenses	Fees	Expenses
4/26/21 Docket No. 334	3/3/21 – 3/31/21	\$356,286.00	\$8,339.08	\$356,286.00	\$8,339.08
5/14/21 Docket No. 463	4/1/21 – 4/30/21	\$450,829.50	\$935.52	\$450,829.50	\$935.52
6/23/21 Docket No. 548	5/1/21 – 5/31/21	\$438,413.00	\$1,995.06	\$437,423.00 <sup>2</sup>	\$1,811.96 <sup>3</sup>
7/27/21 Docket No. 604	6/1/21 – 6/30/21	\$108,969.00	\$1,313.11	Pending	Pending
8/16/21 Docket No. 657	7/1/21-7/31/21	\$39,052.00	\$133.14	Pending	Pending
<b>Total</b>		<b>\$1,393,549.50</b>	<b>\$12,715.91</b>	<b>\$1,244,538.50</b>	<b>\$11,086.56</b>

<sup>2</sup> This amount includes a voluntary reduction of fees in the amount of \$990.00.

<sup>3</sup> This amount includes a voluntary reduction of expenses in the amount of \$183.10.

**COMPENSATION BY INDIVIDUAL**

<b>Name of Professional Person</b>	<b>Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise</b>	<b>Hourly Billing Rate (including changes)</b>	<b>Total Billed Hours</b>	<b>Total Compensation</b>
Matthew B. Lunn	Partner since 2010. Joined firm as an associate in 2001. Member of DE Bar since 2001. Member of NY Bar since 2009.	\$845.00	9.80	\$8,281.00
Daniel P. Johnson	Partner since 1999. Joined firm as an associate in 1999. Member of DE Bar since 1988.	\$540.00	8.10	\$4,374.00
Andrew L. Magaziner	Partner since 2019. Joined firm as an associate in 2009. Member of DE Bar since 2009. Member of NY Bar Since 2010.	\$725.00	0.50	\$362.50
Betsy L. Feldman	Joined firm as an associate in 2017. Member of DE Bar since 2017.	\$465.00	25.40	\$11,811.00
Jared W. Kochenash	Joined firm as an associate in 2018. Member of DE Bar since 2018.	\$450.00	7.20	\$3,240.00
Andrew C. Papa	Joined firm as an associate in 2020. Member of DC Bar since 2020.	\$425.00	15.20	\$6,460.00
Kasey E. Jennings	Joined firm as an associate in 2020. Member of PA Bar since 2021.	\$400.00	0.40	\$160.00
Michelle Smith	Paralegal	\$310.00	12.60	\$3,906.00
Karen Luongo	Paralegal	\$290.00	1.00	\$290.00
Ashley M. Clarke	Paralegal	\$180.00	0.20	\$36.00
<b>Grand Total:</b>			<b>80.40</b>	<b>\$38,920.50</b>
<b>Blended Rate:</b>		<b>\$484.09</b>		

**COMPENSATION BY PROJECT CATEGORY**

<b>Project Category</b>	<b>Total Hours</b>	<b>Total Fees</b>
Case Administration (B001)	3.70	\$1,414.00
Court Hearings (B002)	0.90	\$336.50
Schedules & Statements, U.S. Trustee Reports (B004)	2.90	\$1,081.00
Lease/Executory Contract Issues (B005)	0.10	\$84.50
Use, Sale or Lease Property (363 Issues) (B006)	31.80	\$17,628.00
Claims Analysis, Objections and Resolutions (B007)	8.90	\$4,791.50
Stay Relief Matters (B009)	17.90	\$7,779.50
Other Adversary Proceedings (B011)	6.80	\$2,861.50
General Corporate Matters (B014)	2.20	\$1,023.50
Retention of Professionals/Fee Issues (B017)	2.80	\$962.50
Fee Application Preparation (B018)	2.40	\$958.00
<b>TOTALS</b>	<b>80.40</b>	<b>\$38,920.50</b>

**EXPENSE SUMMARY**

<b>Expenses Category</b>	<b>Total Expenses</b>
Delivery / Courier	\$17.50
Docket Retrieval / Search	\$12.50
Federal Express	\$44.34
Reproduction Charges	\$11.10
Secretary of State	\$572.50
Teleconference / Video Conference	\$7.67
<b>TOTAL</b>	<b>\$665.61</b>

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

ALAMO DRAFTHOUSE CINEMAS  
HOLDINGS, LLC, *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 21-10474 (MFW)

(Jointly Administered)

**Objection Deadline: September 28, 2021 at 4:00 p.m. (ET)**

**SIXTH MONTHLY APPLICATION OF YOUNG CONAWAY  
STARGATT & TAYLOR, LLP FOR ALLOWANCE OF COMPENSATION  
FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES  
AS COUNSEL TO THE DEBTORS AND DEBTORS IN POSSESSION FOR  
THE PERIOD FROM AUGUST 1, 2021 THROUGH AUGUST 31, 2021**

Pursuant to sections 330 and 331 of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the “**Bankruptcy Code**”), and Rule 2016 of the Federal Rules of Bankruptcy Procedure, and in accordance with that certain *Order Authorizing the Retention and Employment of Young Conaway Stargatt & Taylor, LLP as Counsel for the Debtors, Effective as of the Petition Date* [Docket No. 158] (the “**Retention Order**”), and that certain *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals* [Docket No. 162] (the “**Interim Compensation Order**”), the law firm of Young Conaway Stargatt &

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Alamo Drafthouse Cinemas Holdings, LLC (2205); Alamo Drafthouse Cinemas, LLC (5717); Alamo Vineland, LLC (1626); Alamo League Investments GP, LLC (1811); Alamo League Investments, Ltd. (7227); Alamo South Lamar GP, LLC (3632); Alamo South Lamar, LP (4563); Alamo Drafthouse Raleigh, LLC (5979); Alamo DH Anderson Lane, LLC (3642); Alamo Yonkers, LLC (4971); Alamo Mission, LLC (2284); Alamo Ritz, LLC (9465); Alamo Mueller, LLC (1221); Mondo Tees, LLC (6900); Alamo City Foundry, LLC (6092); Alamo Mainstreet, LLC (2052); Alamo City Point, LLC (3691); Alamo Liberty, LLC (5755); Alamo Satown, LLC (6197); Alamo Marketplace, LLC (7041); Alamo Stone Oak, LLC (8398); Alamo Westlakes, LLC (4931); Alamo Park North, LLC (1252); Alamo North SA, LLC (6623); Alamo Avenue B, LLC (8950); Alamo Slaughter Lane GP, LLC (6968); Alamo Slaughter Lane, Ltd. (5341); Alamo Cinema Group I GP, LLC (9537); Alamo Cinema Group I, LP (9656); Alamo Westminster, LLC (8906); Alamo Staten Island, LLC (7781); Alamo Aspen Grove, LLC (7786); Alamo Lakeline, LLC (5294); Alamo Sloans, LLC (9343). The location of the Debtors’ service address is: 3908 Avenue B, Austin, Texas 78751.

Taylor, LLP (hereinafter “**YCS&T**”) hereby moves this Court for reasonable compensation for professional legal services rendered as counsel to the above-captioned debtors and debtors in possession (the “**Debtors**”) in the amount of \$38,920.50, together with reimbursement for actual and necessary expenses incurred in the amount of \$665.61, for the period commencing August 1, 2021 through and including August 31, 2021 (the “**Fee Period**”). In support of its Application, YCS&T respectfully represents as follows:

1. Pursuant to the Retention Order, YCS&T was employed to represent the Debtors as bankruptcy counsel in connection with these chapter 11 cases, *nunc pro tunc* to March 3, 2021. The Retention Order authorized YCS&T to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses.

2. All services for which compensation is requested by YCS&T were performed for or on behalf of the Debtors.

#### **SUMMARY OF SERVICES RENDERED**

3. Attached hereto as Exhibit A is a detailed statement of fees incurred during the Fee Period showing the amount of \$38,920.50 due for fees.

4. The services rendered by YCS&T during the Fee Period are grouped into the categories set forth in Exhibit A. The attorneys and paralegals who rendered services relating to each category are identified, along with the number of hours for each individual and the total compensation sought for each category, in the attachments hereto.

#### **DISBURSEMENTS**

5. YCS&T has incurred out-of-pocket disbursements during the Fee Period in the amount of \$665.61. Attached hereto as Exhibit B is a detailed statement of expenses paid during the Fee Period. This disbursement sum is broken down into categories of charges,

including, among other things, telephone and telecopier toll and other charges, mail and express mail charges, special or hand delivery charges, document processing, photocopying charges, charges for mailing supplies (including, without limitation, envelopes and labels) provided by the Firm to outside copying services for use in mass mailings, travel expenses, expenses for “working meals,” computerized research, transcription costs, as well as non-ordinary overhead expenses such as secretarial and other overtime. A complete review by category of the expenses incurred for the Fee Period may be found attached hereto as Exhibit B. To the extent such itemization is insufficient to satisfy the requirements of Rule 2016-2(e)(ii) of the Local Rules of Bankruptcy Practice and Procedure for the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), YCS&T respectfully requests that the Court waive strict compliance with such Local Rule.

6. Costs incurred for overtime and computer assisted research are not included in YCS&T’s normal hourly billing rates and, therefore, are itemized and included in YCS&T’s disbursements. Pursuant to Local Rule 2016-2, YCS&T represents that its rate for duplication is \$.10 per page for black and white copies and \$.80 per page for color copies, its rate for outgoing telecopier transmissions is \$.25 per page (excluding related long distance transmission charges), there is no charge for incoming telecopier transmissions and there is no surcharge for computerized research.

#### **VALUATION OF SERVICES**

7. Attorneys and paraprofessionals of YCS&T have expended a total of 80.40 hours in connection with this matter during the Fee Period.

8. The amount of time spent by each of these persons providing services to the Debtors for the Fee Period is fully set forth in the detail attached hereto as Exhibit A. These are



YCS&T's normal hourly rates of compensation for work of this character. The reasonable value of the services rendered by YCS&T for the Fee Period as counsel for the Debtors in these cases is \$38,920.50.

9. YCS&T believes that the time entries included in Exhibit A attached hereto and the expense breakdown set forth in Exhibit B hereto are in compliance with the requirements of Local Rule 2016-2.

10. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, the amount requested is fair and reasonable given (a) the complexity of this case, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under chapter 11.

11. This Application covers the interim fee period from August 1, 2021 through and including August 31, 2021. YCS&T has and will continue to perform additional necessary services subsequent to August 31, 2021, for which YCS&T will file subsequent fee applications.

*[Remainder of page intentionally left blank]*

**CONCLUSION**

WHEREFORE, YCS&T requests that allowance be made to it in the sum of \$38,920.50 as compensation for necessary professional services rendered to the Debtors for the Fee Period, and the sum of \$665.61 for reimbursement of actual necessary costs and expenses incurred during that period, and further requests such other and further relief as this Court may deem just and proper.

Dated: September 14, 2021  
Wilmington, Delaware

YOUNG CONAWAY STARGATT & TAYLOR, LLP

/s/ Matthew B. Lunn

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Wilmington, Delaware 19801  
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*Counsel to the Debtors and Debtors in Possession*

**VERIFICATION**

I, Matthew B. Lunn, declare, pursuant to 28 U.S.C. § 1746, under penalty of perjury:

1. I am a Partner in the applicant firm, Young Conaway Stargatt & Taylor, LLP, and have been admitted to the bar of the Supreme Court of Delaware since 2001.

2. I have personally performed many of the legal services rendered by Young Conaway Stargatt & Taylor, LLP, as counsel for the Debtors, and am familiar with all other work performed on behalf of the Debtors by the lawyers and paraprofessionals in the firm.

3. The facts set forth in the foregoing Application are true and correct to the best of my knowledge, information and belief.

Dated: September 14, 2021

/s/ Matthew B. Lunn

MATTHEW B. LUNN