

**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

Jointly Administered with

RED LOBSTER RESTAURANTS LLC,
RLSV, INC.

Case No. 6:24-bk-02487-GER

Case No. 6:24-bk-02488-GER

RED LOBSTER CANADA, INC.,

Case No. 6:24-bk-02489-GER

RED LOBSTER HOSPITALITY LLC,

Case No. 6:24-bk-02490-GER

RL KANSAS LLC,

Case No. 6:24-bk-02491-GER

RED LOBSTER SOURCING LLC,

Case No. 6:24-bk-02492-GER

RED LOBSTER SUPPLY LLC,

Case No. 6:24-bk-02493-GER

RL COLUMBIA LLC,

Case No. 6:24-bk-02494-GER

RL OF FREDERICK, INC.,

Case No. 6:24-bk-02495-GER

RED LOBSTER OF TEXAS, INC.,

Case No. 6:24-bk-02496-GER

RL MARYLAND, INC.,

Case No. 6:24-bk-02497-GER

RED LOBSTER OF BEL AIR, INC.,

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

RL SALISBURY, LLC,

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

RED LOBSTER INTERNATIONAL HOLDINGS LLC,

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

Debtors.

**NOTICE OF (I) CANCELLATION OF
AUCTION AND (II) DESIGNATION OF SUCCESSFUL BIDDER**

PLEASE TAKE NOTICE that on May 20, 2024, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) in these chapter 11 cases filed a motion [ECF No. 49] with the United States Bankruptcy Court for the Middle District of Florida (the “Bankruptcy Court”) seeking entry of an order (the “Sale Procedures Order”)² that, among other things, (i)(a) approves the Sale Procedures, (b) authorizes the Debtors to enter into the Stalking Horse Agreement and provide bidding protections thereunder, (c) schedules the Auction and approves

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.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Sale Procedures Order.

the form and manner of notice thereof, (d) approves assumption and assignment procedures, and (e) schedules a Sale Hearing and approves the form and manner of notice thereof; (ii)(a) approves the Sale of the Debtors’ assets free and clear of liens, claims, interests, and encumbrances and (b) approves the assumption and assignment of executory contracts and unexpired leases; and (iii) grants related relief.

PLEASE TAKE FURTHER NOTICE that on May 19, 2024, the Debtors entered into the Stalking Horse Agreement with RL Purchaser LLC (the “Stalking Horse Bidder”). *See* ECF No. 49.

PLEASE TAKE FURTHER NOTICE that on June 14, 2024, the Court entered the Sale Procedures Order. *See* ECF No. 386. Pursuant to the Sale Procedures Order, an Auction for the Assets was scheduled for July 23, 2024, at 10:00 a.m. (prevailing Eastern Time) if at least two Qualified Bids were received by the Bid Deadline with regard to any particular Assets.

PLEASE TAKE FURTHER NOTICE that except for the Qualified Bid received from the Stalking Horse Bidder, no Qualified Bids were received by the Bid Deadline. Accordingly, the Debtors have cancelled the Auction and selected the Stalking Horse Bidder as the Successful Bidder in accordance with the Sale Procedures Order.

PLEASE TAKE FURTHER NOTICE that, as previously noticed, the Sale Hearing to consider approval of the sale of the Assets to the Successful Bidder will be held before the Honorable Grace E. Robson at the George C. Young Federal Courthouse, 400 W. Washington Street, Courtroom 6D, Orlando, Florida 32801 on **July 29, 2024, at 1:30 p.m. (prevailing Eastern Time)**.

PLEASE TAKE FURTHER NOTICE that, as previously noticed, except as otherwise set forth in the Sale Procedures Order with respect to any objections to proposed cure amounts or the assumption and assignment of Contracts, objections to the relief requested in the Sale Motion, including, without limitation, objections to adequate assurance of future performance with respect to the Stalking Horse Bidder, must: (a) be in writing; (b) conform to the applicable provisions of the Bankruptcy Rules and the Local Rules; (c) state with particularity the legal and factual bases for the objection and the specific grounds therefor; and (d) be filed with the Court and served so as to be **actually received** by **July 12, 2024, at 5:00 p.m. (prevailing Eastern Time)** by the following parties (the “Objection Notice Parties”):

Counsel to the Debtors	Co-Counsel to the Debtors
<p style="text-align: center;">King & Spalding LLP 1180 Peachtree Street NE, Suite 1600 Atlanta, Georgia 30309 Attn: W. Austin Jowers Jeffrey R. Dutson Sarah L. Primrose Email: ajowers@kslaw.com jdutson@kslaw.com sprimrose@kslaw.com</p>	<p style="text-align: center;">Berger Singerman LLP 1450 Brickell Avenue, Suite 1900 Miami, Florida 33131 Attn: Paul Steven Singerman Email: singerman@bergersingerman.com</p>

<p>King & Spalding LLP 1110 Louisiana Street #4100 Houston, Texas 77002 Attn.: Michael Fishel Email: mfishel@kslaw.com</p>	
<p>Counsel to the Committee</p>	<p>The United States Trustee</p>
<p>Pachulski Stang Ziehl & Jones LLP 780 Third Avenue, 34th Floor New York, NY 10017-2024 Attn: Bradford J. Sandler; Robert J. Feinstein; Paul J. Labov; Maxim B. Litvak; Theodore S. Heckel bsandler@pszjlaw.com; rfeinstein@pszjlaw.com; plabov@pszjlaw.com; mlitvak@pszjlaw.com; theckel@pszjlaw.com</p>	<p>Office of the United States Trustee for the Middle District of Florida 400 West Washington Street, Suite 1100 Orlando, Florida 32801 Attn.: Scott E. Bomkamp, Esq. scott.e.bomkamp@usdoj.gov</p>
<p>Counsel to the Stalking Horse Bidder</p>	<p>Co-Counsel to the Stalking Horse Bidder</p>
<p>Proskauer Rose LLP One International Place Boston, Massachusetts 02110-2600 Attn.: Charles A. Dale Michael M. Mezzacappa Email: cdale@proskauer.com mmezzacappa@proskauer.com</p>	<p>Trenam Law 101 East Kennedy Boulevard, Suite 2700 Tampa, Florida 33602 Attn: Lara Roeske Fernandez Email: lfernandez@trenam.com</p>

[Remainder of Page Intentionally Left Blank]

Dated: July 22, 2024

Respectfully submitted,

W. Austin Jowers (*pro hac vice* admitted)
Jeffrey R. Dutson (*pro hac vice* admitted)
Sarah L. Primrose (FL Bar No. 98742)
Christopher K. Coleman (*pro hac vice* admitted)
Brooke L. Bean (*pro hac vice* admitted)
KING & SPALDING LLP
1180 Peachtree Street, NE, Suite 1600
Atlanta, GA 30309
Telephone: (404) 572-4600
Email: ajowers@kslaw.com
jdutson@kslaw.com
sprimrose@kslaw.com
christopher.coleman@kslaw.com
bbean@kslaw.com

/s/ Paul Steven Singerman
Paul Steven Singerman
Florida Bar No. 378860
BERGER SINGERMAN LLP
1450 Brickell Avenue, Suite 1900
Miami, FL 33131
Telephone: (305) 755-9500
Email: singerman@bergersingerman.com

- and -

Nicolette C. Vilmos
Florida Bar No. 469051
BERGER SINGERMAN LLP
111 North Magnolia Avenue
Suite 1450 Orlando, FL 32801
Telephone: (407) 743-7900
Email: nvilmos@bergersingerman.com

- and -

Michael Fishel (*pro hac vice* admitted)
KING & SPALDING LLP
1100 Louisiana, Suite 4100
Houston, TX 77002
Telephone: (713) 751-3200
Email: mfishel@kslaw.com

Filer's Attestation: Pursuant to Local Rule 1001-2(g)(3) regarding signatures, Paul Steven Singerman attests that concurrence in the filing of this paper has been obtained.

Counsel for Debtors and Debtors-in-Possession