

**UNITED STATES BANKRUPTCY COURT
MIDDLE DISTRICT OF FLORIDA
ORLANDO DIVISION**
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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.,
RED LOBSTER OF BEL AIR, INC.,
RL SALISBURY, LLC,
RED LOBSTER INTERNATIONAL HOLDINGS LLC,

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

Debtors.

NOTICE OF FILING AMENDED EXHIBIT C TO PLAN SUPPLEMENT

Red Lobster Management LLC and its debtor affiliates, as debtors and debtors-in-possession in the above-captioned chapter 11 cases (collectively, the “Debtors”), by and through their undersigned counsel, hereby file the attached **Amended Exhibit C – Schedule of Retained Causes of Action**, which amends Exhibit C – Schedule of Retained Causes of Action that was

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.

attached to the *Notice of Filing Plan Supplement* [ECF No. 941] filed on August 22, 2024.

Dated: August 29, 2024

Respectfully submitted,

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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

AMENDED EXHIBIT C

Schedule of Retained Causes of Action

Article IV.A.7 of the Plan provides that “[i]n accordance with section 1123(b) of the Bankruptcy Code, unless expressly waived, relinquished, exculpated, released, compromised, or settled in the Plan or assigned to the Purchaser in the Sale Transaction, the Reorganized Debtors, the Wind-Down Debtors, or the GUC Trust, as applicable, shall retain and may enforce all rights to commence or pursue any and all Causes of Action of the applicable Debtors’ Estates, not otherwise so waived, relinquished, exculpated, released, compromised, settled or assigned (as the case may be), whether arising before or after the Petition Date, including, but not limited to, any actions specifically enumerated in the Schedule of Retained Causes of Action, and the Reorganized Debtors’, the Wind-Down Debtor(s)’, or the GUC Trustee’s rights to commence, prosecute, compromise, settle or release such Causes of Action shall be preserved notwithstanding the occurrence of the Plan Effective Date, other than the Claims and Causes of Action released pursuant to the releases and exculpations contained in Article VIII [of the Plan]. Unless any Cause of Action is expressly waived, relinquished, exculpated, released, compromised, or settled under the Plan or a Final Order, pursuant to section 1123(b) of the Bankruptcy Code, such Cause of Action is preserved for later adjudication, and no preclusion doctrine, including the doctrines of res judicata, collateral estoppel, issue preclusion, claim preclusion, estoppel (judicial, equitable, or otherwise), or laches, shall apply to any such Cause of Action upon, after, or as a consequence of the Confirmation of the Plan or the occurrence of the Plan Effective Date. For the avoidance of doubt, any Equityholder Litigation Claims shall be contributed to the GUC Trust by the Debtors in accordance with the Plan.”

No Person may rely on the absence of a specific reference in the Plan or the Disclosure Statement to any Cause of Action against them as any indication that the Wind-Down Debtors, the GUC Trust or the Reorganized Debtors, as applicable, will not pursue any and all available Causes of Action against them. The Wind-Down Debtors, GUC Trust and the Reorganized Debtors, as applicable, expressly reserve all rights to prosecute any and all Causes of Action against any Person, except as otherwise expressly provided in the Plan. Without limiting the generality of Article IV.A.7 of the Plan, the Debtors hereby identify the following specific types of Claims and Causes of Action, to the extent not previously released, settled, or compromised under the Plan, that are expressly preserved by the Wind-Down Debtors, the GUC Trust, the Reorganized Debtors and Purchaser, as applicable, after the Plan Effective Date:

1. Claims and Causes of Actions that were disclosed or related to disclosures made in the Debtors’ Schedules of Assets and Liabilities and Statement of Financial Affairs, including, without limitation, the Equityholder Litigation Claims.
2. Claims and Causes of Action related to the multidistrict litigation pending in the United States District Court for the Eastern District of New York, styled as *In re Payment Card Interchange Fee and Merchant Discount Antitrust Litigation*, Case No. 05-md-1720, including, without limitation, on account of any interchange fees paid by the Debtors or their predecessors from January 1, 2004 through January 25, 2019.
3. Claims and Causes of Action related to any insurer and/or insurance policies in which either the Debtors and/or their current or former personnel have an insurable or other interest in or right to make a claim against, any other of the Debtors’ insurers.
4. Claims and Causes of Action related to any recipient of a transfer identified in the Debtors’

Schedules of Statements of Financial Affairs, including any amendments thereto, filed in these Chapter 11 Cases based on chapter 5 of the Bankruptcy Code.

5. Claims and Causes of Action against or related to all entities that assert or may assert that the Debtors owe money to them.
6. Claims and Causes of Action related to the Debtors' right of setoff and recoupment.
7. Claims and Causes of Action against or related to all entities, including all local, state, federal, and taxing authorities, that owe or that may in the future owe money related to tax refunds or other payments to the Debtors. Furthermore, the Debtors expressly retain all Claims and Causes of Action against or related to all entities that assert or may assert that the Debtors owe taxes to them.
8. Claims and Causes of Action based in whole or in part upon any and all contracts and leases to which the Debtors have or had any rights. The Causes of Action reserved include Causes of Action against vendors, suppliers of goods or services, or any other parties: (a) for overpayments, back charges, duplicate payments, improper holdbacks, deposits, warranties, guarantees, indemnities, recoupment, or setoff; (b) for wrongful or improper termination, suspension of services or supply of goods, or failure to meet other contractual or regulatory obligations; (c) for failure to fully perform or to condition performance on additional requirements under contracts with the Debtors before the assumption or rejection, if applicable of such contracts; (d) for payments, deposits, holdbacks, reserves or other amounts owed by any creditor, utility, supplier, vendor, insurer, surety, factor, lender, bondholder, lessor or other party; (e) for any liens, including mechanic's, artisan's, materialmen's, possessory, or statutory liens held by the Debtors; (f) arising out of environmental or contaminant exposure matters against landlords, lessors, environmental consultants, environmental agencies, or suppliers of environmental services or goods; (g) counter-claims and defenses related to any contractual obligations; (h) any turnover actions arising under sections 542 or 543 of the Bankruptcy Code; (i) for unfair competition, interference with contract or potential business advantage, breach of contract, infringement of intellectual property, or any business tort claims; (j) for all rights pursuant to Section 502(d) of the Bankruptcy Code to assert and prosecute Causes of Action for the purpose of establishing that a Claim against the Debtors must be disallowed for failure to repay an avoidable transfer; and (k) any and all indemnification rights.
9. The Debtors, the Reorganized Debtors and the GUC Trust, as applicable, expressly reserve the rights of such party to perform a thorough post-confirmation investigation of Causes of Action and to pursue any such additional Causes of Action that may be identified regardless of whether such Cause of Action was specifically identified or known as of the Plan Effective Date.