

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

In re:

RM Wind-Down Holdco LLC, et al.,¹

Debtors.

Chapter 11

Case No. 18-11795 (MFW)

Jointly Administered

Ref. Docket No. 653

SUPPLEMENT TO SECOND MONTHLY AND FINAL APPLICATION OF GRANT THORNTON LLP FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR TAX COMPLIANCE AND ADVISORY SERVICES FOR THE PERIOD FROM NOVEMBER 1, 2018 THROUGH AND INCLUDING MAY 10, 2019 AND THE FINAL PERIOD FROM AUGUST 5, 2018 THROUGH AND INCLUDING THE DISMISSAL EFFECTIVE DATE

Grant Thornton LLP ("Grant Thornton"), tax compliance and advisory services provider to the above-captioned debtors and debtors-in-possession (the "Debtors"), submits this supplement (this "Supplement") to its second monthly and final fee application [Docket No. 653] (the "Final Fee Application")² filed on May 16, 2019, and respectfully represents as follows:

1. In the Final Fee Application, Grant Thornton requested final approval of \$98,615.50 in fees and \$0 (zero) in expenses, plus additional fees and expenses incurred after May 10, 2019, for the period commencing August 5, 2018, through and including the Dismissal Effective Date (the "Final Fee Period").

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each of the Debtors' respective federal tax identification numbers, are as follows: RM Wind-Down Holdco LLC (f/k/a RM Holdco LLC) (6847); RM Wind-Down Opco LLC (f/k/a RM Opco LLC) (7122); RM Wind-Down HQ LLC (f/k/a RM HQ LLC) (8615); RM Wind-Down Chevys LLC (f/k/a RM Chevys LLC) (N/A); RM Wind-Down Acapulco LLC (f/k/a RM Acapulco LLC) (N/A); and RM Wind-Down El Torito LLC (f/k/a RM El Torito LLC) (N/A)..

² Capitalized terms used but not otherwise defined in this Supplement have the meanings ascribed to such terms in the Final Fee Application.



2. Grant Thornton stated that it would supplement the Final Fee Application to include any additional fees and expenses incurred after May 10, 2019, through and including the Dismissal Effective Date (the “Supplemental Fee Period”).

3. Grant Thornton has incurred \$17,701.00 in fees and \$0 (zero) in expenses for the period commencing May 11, 2019, through and including June 27, 2019. A detailed statement of fees incurred during this period is attached hereto as Exhibit A. By this Supplement, Grant Thornton hereby requests approval of such fees and expenses, as well as an additional estimate of fees and expenses for June 28, 2019, through the Dismissal Effective Date.

4. Grant Thornton believes that the time entries included in Exhibit A attached hereto are in compliance with the requirements of Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware.

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WHEREFORE, Grant Thornton requests final approval and allowance of compensation for professional services rendered in the amount of \$116,316.50, plus an additional amount for fees and expenses incurred between the period commencing June 28, 2019, and the Dismissal Effective Date for the Final Fee Period, and further requests such other and further relief as the Court may deem just and proper.

Dated: June 28, 2019
Wilmington, Delaware

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-and-

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ATTORNEYS FOR THE DEBTORS AND DEBTORS
IN POSSESSION

EXHIBIT A

Professional	Rate Per Hour	Total Hours	Total Fees
Hewko, Neil J.	\$ 715	3.50	\$ 2,503
Gutierrez, Richard A	\$ 610	6.00	\$ 3,660
Angstadt, Brian	\$ 610	0.50	\$ 305
Lebs, Matthew Jordan	\$ 430	15.00	\$ 6,450
Huynh, Nijelle	\$ 265	4.00	\$ 1,060
Patel, Nisarg J	\$ 265	1.50	\$ 398
Grant Thornton Shared Services Center	\$ 155	13.00	\$ 2,015
Total		43.50	\$ 16,390
Administrative Fees			\$ 1,311
Total to Bill			\$ 17,701

Date	Tmkpr	Time Name	ToBill Hours	Std Rate	Narrative
05/13/2019	23248	Gutierrez, Richard A	0.50	\$305.00	2018 Tax return preparation
05/13/2019	16029	Hewko, Neil J.	1.00	\$715.00	2018 Allocation of purchase price for Gain/Loss calculation.
05/13/2019	43609	Lebs, Matthew Jordan	0.50	\$215.00	Correspondence surrounding retention and fee applications.
05/14/2019	55465	Patel, Nisarg J	0.50	\$132.50	Correspondence surrounding retention and fee applications.
05/16/2019	23248	Gutierrez, Richard A	0.50	\$305.00	Correspondence surrounding retention and fee applications.
05/17/2019	23248	Gutierrez, Richard A	0.50	\$305.00	2018 Allocation of purchase price for Gain/Loss calculation.
05/17/2019	43609	Lebs, Matthew Jordan	1.00	\$430.00	2018 Tax return preparation
05/21/2019	23248	Gutierrez, Richard A	0.50	\$305.00	Correspondence surrounding retention and fee applications.
05/23/2019	55431	Huynh, Nijelle	1.00	\$265.00	2018 State Tax return preparation
05/23/2019	43609	Lebs, Matthew Jordan	4.00	\$1720.00	2018 Allocation of purchase price for Gain/Loss calculation.
05/24/2019	55431	Huynh, Nijelle	3.00	\$795.00	2018 State Tax return preparation
05/24/2019	43609	Lebs, Matthew Jordan	0.50	\$215.00	2018 Tax return preparation
05/24/2019	43609	Lebs, Matthew Jordan	0.50	\$215.00	2018 Tax return preparation
05/30/2019	23248	Gutierrez, Richard A	0.50	\$305.00	2018 Allocation of purchase price for Gain/Loss calculation.
05/30/2019	43609	Lebs, Matthew Jordan	1.00	\$430.00	2018 Tax return preparation
06/03/2019	16029	Hewko, Neil J.	1.00	\$715.00	2018 Allocation of purchase price for Gain/Loss calculation.
06/03/2019	25883	Angstadt, Brian	0.50	\$305.00	2018 Allocation of purchase price for Gain/Loss calculation.
06/03/2019	23248	Gutierrez, Richard A	0.50	\$305.00	2018 Allocation of purchase price for Gain/Loss calculation.
06/04/2019	61286	Grant Thornton Shared Services I	3.00	\$465.00	2018 State Tax Return preparation
06/04/2019	60896	Grant Thornton Shared Services I	3.50	\$542.50	2018 State Tax Return preparation
06/04/2019	55284	Grant Thornton Shared Services I	3.50	\$542.50	2018 State Tax Return preparation
06/04/2019	43609	Grant Thornton Shared Services I	0.50	\$77.50	2018 State Tax Return preparation
06/04/2019	55465	Grant Thornton Shared Services I	0.50	\$77.50	2018 State Tax Return preparation
06/06/2019	61286	Grant Thornton Shared Services I	2.00	\$310.00	2018 State Tax Return preparation
06/10/2019	43609	Lebs, Matthew Jordan	2.50	\$1075.00	2018 Allocation of purchase price for Gain/Loss calculation.
06/10/2019	43609	Lebs, Matthew Jordan	0.50	\$215.00	2018 State Tax Return preparation
06/10/2019	55465	Patel, Nisarg J	1.00	\$265.00	2018 Tax return preparation
06/11/2019	23248	Gutierrez, Richard A	0.50	\$305.00	2018 Tax return preparation
06/11/2019	43609	Lebs, Matthew Jordan	1.50	\$645.00	2018 Allocation of purchase price for Gain/Loss calculation.
06/12/2019	43609	Lebs, Matthew Jordan	1.00	\$430.00	2018 Tax return preparation
06/12/2019	16029	Hewko, Neil J.	1.00	\$715.00	2018 Allocation of purchase price for Gain/Loss calculation.
06/12/2019	23248	Gutierrez, Richard A	1.00	\$610.00	2018 Allocation of purchase price for Gain/Loss calculation.
06/14/2019	23248	Gutierrez, Richard A	0.50	\$305.00	2018 Allocation of purchase price for Gain/Loss calculation.
06/17/2019	43609	Lebs, Matthew Jordan	1.00	\$430.00	2018 Tax return preparation
06/19/2019	23248	Gutierrez, Richard A	0.50	\$305.00	2018 Allocation of purchase price for Gain/Loss calculation.
06/21/2019	43609	Lebs, Matthew Jordan	1.00	\$430.00	2018 Tax return preparation
06/21/2019	23248	Gutierrez, Richard A	0.50	\$305.00	2018 Tax return preparation
06/21/2019	16029	Hewko, Neil J.	0.50	\$357.50	2018 Allocation of purchase price for Gain/Loss calculation.
		Total	43.50	16,390.00	