



**IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE**

IN RE AMC ENTERTAINMENT )  
HOLDINGS, INC. STOCKHOLDER ) Consol. C.A. No. 2023-0215-MTZ  
LITIGATION )

**REPORT AND RECOMMENDATION OF SPECIAL  
MASTER REGARDING REQUESTS TO INTERVENE**

PRICKETT, JONES & ELLIOTT, P.A.  
Corinne Elise Amato (#4982)  
1310 N. King Street  
Wilmington, Delaware 19801  
(302) 888-6500

*Special Master*

Dated: May 26, 2023

## **PRELIMINARY STATEMENT**

This report and recommendation addresses various requests to intervene that have been made since the entry of the Scheduling Order With Respect to Notice and Settlement Hearing (the “Scheduling Order”).<sup>1</sup> I recommend that these requests, and any other requests to intervene made in advance of the settlement hearing, be denied without prejudice. I view this as the most efficient path forward and consistent with the procedure contemplated by the Scheduling Order.

## **ANALYSIS AND RECOMMENDATION**

On April 27, 2023, the parties filed a Stipulation and Agreement of Compromise, Settlement, and Release (“Stipulation”).<sup>2</sup> The following day, the Court asked the parties to advise as to their position on how entering into the Stipulation and entry of the agreed-upon stay of further litigation applied to pending motions to intervene and any future motions to intervene.<sup>3</sup> The Court then entered the Scheduling Order on May 1, 2023. On May 3, 2023, the parties proposed that (i) any motions to intervene pending prior to entry of the Scheduling Order be resolved notwithstanding the stay and (ii) any motions to intervene filed after entry

---

<sup>1</sup> Trans. ID 69929995.

<sup>2</sup> Trans. ID 69906464. Because the Court has issued opinions and I have issued reports and recommendations in this matter, I presume familiarity with the general nature of this dispute.

<sup>3</sup> Trans. ID 69917463.

of the Scheduling Order be stayed pending the Court’s hearing as to the fairness of the proposed settlement.<sup>4</sup>

On May 15 and 17, 2023, I addressed the motions to intervene that were pending prior to entry of the Scheduling Order and recommended that the Court deny requests to intervene by A. Mathew and Jordan Affholter because they did not (i) file the requisite complaint in intervention pursuant to Court of Chancery Rule 24(c) or (ii) otherwise satisfy Rules 24(a) or (b).<sup>5</sup> I also found that A. Mathew and Jordan Affholter raised concerns that are, at this stage, better addressed in objections to the proposed settlement.<sup>6</sup>

Several purported class members have sought to intervene in this action since the entry of the Scheduling Order. None of these requests cite or comply with Court of Chancery Rule 24.<sup>7</sup> Rather, purported class members have submitted requests to

---

<sup>4</sup> Trans. ID 69948706.

<sup>5</sup> Report and Recommendation of Special Master Regarding A. Mathew’s Motion to Intervene at 4-6 (Trans. ID 70017448) (“Mathew Report”); Report and Recommendation of Special Master Regarding Jordan Affholter’s Motion to Intervene at 5-8 (Trans. ID 70033944) (“Affholter Report”).

<sup>6</sup> Mathew Report at 5-6; Affholter Report at 5-8.

<sup>7</sup> Many of these requests seek access to the existing discovery record but that issue is moot. Trans. IDs 70051000, 70053696.

intervene in the form of correspondence raising objections or “formal objections” to the settlement (collectively, the “Requests to Intervene”).<sup>8</sup>

I recommend that the Requests to Intervene and any similar requests be denied without prejudice. They raise objections to the proposed settlement that the Court will consider in deciding whether or not to approve it, and the settlement hearing is a more appropriate forum for class members to raise their concerns. It is also more efficient to address objections to the proposed settlement at the settlement hearing than permit various class members to intervene in the interim.<sup>9</sup> If the Court approves the proposed settlement, the requests to intervene will be moot. If the Court rejects

---

<sup>8</sup> See, e.g., Frank Maribito’s May 5, 2023 correspondence (Trans. ID 69965734); James VanWinkle’s May 9, 2023 correspondence (Trans. ID 69983408); Edward Flounoy Jr.’s May 9, 2023, correspondence (Trans. ID 69981326); Amie Toerge’s May 10, 2023 correspondence (Ex. 1); Darling Arauz’s May 10, 2023 correspondence (Ex. 2); Floretta Shirley’s May 12, 2023 correspondence (Ex. 3); Stanley Ancheta’s May 12, 2023 correspondence (Ex. 4); Keng Yu Chen’s May 17, 2023 correspondence (Ex. 5); Frank LaSalvia III’s May 18, 2023 correspondence (Ex. 6); Joel Pacuancuan’s May 19, 2023 correspondence (Ex. 7); Clark Yao’s May 19, 2023 correspondence (Ex. 7); Ariel Edu’s undated correspondence (Ex. 8); Jafrius Martinez’s undated correspondence (Ex. 9); Lourdes Edora’s undated correspondence (Ex. 10). These exhibits do not include the corresponding proof of beneficial ownership.

<sup>9</sup> *In re TD Banknorth*, 938 A.2d 654, 662 (Del. Ch. 2007) (describing the “orderly procedure of requiring an intervenor to voice its concerns at the settlement hearing”); see also *In re Home Shopping Network, Inc. S’holder Litig.*, 1994 WL 560801, at \*1 (Del. Ch. Oct. 4, 1994) (deferring ruling on motion to intervene until settlement hearing); see also Mathew Report at 5-6; Affholter Report at 5-8.

the proposed settlement, stockholders may seek to intervene, if appropriate, in a manner consistent with Delaware law.

### **CONCLUSION**

For the reasons set forth herein, I recommend that the Court DENY the Requests to Intervene and any other requests to intervene made in advance of the settlement hearing without prejudice.

Dated: May 26, 2023

PRICKETT, JONES & ELLIOTT, P.A.

/s/ Corinne Elise Amato

Corinne Elise Amato (Bar No. 4982)

1310 N. King Street

Wilmington, Delaware 19801

(302) 888-6500

*Special Master*

## **CERTIFICATE OF SERVICE**

I, Corinne Elise Amato, certify on this 26th day of May, 2023, that I caused a copy of the foregoing *Report and Recommendation of Special Master Regarding Requests to Intervene* to be served via File & ServeXpress on the following counsel of record:

Michael J. Barry, Esq.  
Kelly L. Tucker, Esq.  
Jason M. Avellino, Esq.  
GRANT & EISENHOFER P.A.  
123 Justison Street, 7th Floor  
Wilmington, DE 19801

Thomas Curry, Esq.  
SAXENA WHITE P.A.  
824 N. Market St., Suite 1003  
Wilmington, DE 19801

Raymond J. DiCamillo, Esq.  
Kevin M. Gallagher, Esq.  
Matthew W. Murphy, Esq.  
Edmond S. Kim, Esq.  
Adriane M. Kappauf, Esq.  
RICHARDS, LAYTON &  
FINGER, P.A.  
920 North King Street  
Wilmington, DE 19801

Gregory V. Varallo, Esq.  
Daniel E. Meyer, Esq.  
BERNSTEIN LITOWITZ BERGER  
& GROSSMANN LLP  
500 Delaware Avenue, Suite 901  
Wilmington, DE 19801

I further certify that, on May 26, 2023, I caused a true and correct copy of the *Report and Recommendation of Special Master Regarding Requests to Intervene* to be served via File & ServeXpress upon the following Pro Se parties:

Frank Maribito  
Frankmaribito@yahoo.com

Amie Toerge  
Amietoerge@gmail.com

Floretta Shirley  
Flodms03@gmail.com

Edward Flounoy Jr.  
Capricorn2722ny@yahoo.com

Keng Yu Chen  
Sapperchen0825@gmail.com

Jafrius Martinez  
Jafmartin@aol.com

Joel Pacuancuan  
Joel.pacuancuan@kp.org

James VanWinkle  
Jimv@conveyorconsultants.com

Darling Arauz  
Darling.k.arauz@kp.org

Stanley Ancheta  
Kanastan@yahoo.com

Ariel Edu  
Illuminati0318@yahoo.com

Frank LaSalvia III  
Flasalvia3@yahoo.com

Lourdes Edora  
Edoralpe22@gmail.com

Clark Yao  
Clarkyao\_01@yahoo.com

/s/ Corinne Elise Amato  
Corinne Elise Amato (#4982)