

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

<p>In re:</p> <p>VILLAGE ROADSHOW ENTERTAINMENT GROUP USA INC., <i>et al.</i>,¹</p> <p style="text-align: right;">Debtors.</p>	<p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p>	<p>Chapter 11</p> <p>Case No. 25-10475 (TMH)</p> <p>(Jointly Administered)</p> <p>Obj. Deadline: June 6, 2025 at 4:00 p.m. (ET)</p>
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**DECLARATION OF DISINTERESTEDNESS OF ERNST & YOUNG
PURSUANT TO THE ORDER (I) AUTHORIZING THE DEBTORS
TO RETAIN AND COMPENSATE PROFESSIONALS UTILIZED IN THE
ORDINARY COURSE OF BUSINESS AND (II) GRANTING RELATED RELIEF**

I, Andrew Jonathon Woollard, declare under penalty of perjury:

1. I am a Partner of Ernst & Young, located at 8 Exhibition Street, Melbourne, Victoria, 3000, Australia (the “Firm”).

2. This declaration (this “Declaration”) is submitted in accordance with that certain *Order (I) Authorizing the Debtors to Retain and Compensate Professionals Utilized in the Ordinary Course of Business and (II) Granting Related Relief* [Docket No. 192] (the “OCP Order”).²

3. Village Roadshow Entertainment Group USA, Inc. and certain of its affiliates, as debtors and debtors in possession (collectively, the “Debtors”), have requested that the Firm

¹ The last four digits of Village Roadshow Entertainment Group USA Inc.’s federal tax identification number are 0343. The mailing address for Village Roadshow Entertainment Group USA Inc. is 750 N. San Vicente Blvd., Suite 800 West, West Hollywood, CA 90069. Due to the large number of debtors in these cases, which are being jointly administered for procedural purposes only, a complete list of the Debtors and the last four digits of their federal tax identification is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent at <https://www.veritaglobal.net/vreg>.

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



provide income tax compliance services to the Debtors during the pendency of these chapter 11 cases, and the Firm has consented to provide such services.

4. The Firm is part of a global network comprising independent professional services practices conducted by separate legal entities throughout the world. Such legal entities are members of Ernst & Young Global Limited (“EYGL”), a company incorporated under the laws of England and Wales and limited by guarantee, with no shareholders and no capital. The EYGL members firms have agreed to operate certain of their professional practices in accordance with agreed standards but remain separate legal entities.

5. The Firm’s current customary hourly rates, subject to change from time to time, vary depending upon level of seniority and vary between A\$490 – A\$1,980 (GSTexclusive) per hour. In the normal course of business, the Firm revises its regular hourly rates and advises that, effective July 1 of each year, the aforementioned rates will be revised to the regular hourly rates that will be in effect at that time.

6. The Firm does keep in the ordinary course of business time records in one-tenth-of-an-hour increments.

7. To the best of my knowledge, formed after due inquiry, neither I nor any professional employed by the Firm is a relative of the United States Bankruptcy Judge assigned to these chapter 11 cases, and the Firm does not have any connection with the United States Bankruptcy Judge, the Office of the United States Trustee, or any person employed by the Office of the United States Trustee that would render the Firm’s retention in these chapter 11 cases improper.

8. The Firm may have performed services in the past, may currently perform services, and may perform services in the future in matters unrelated to these chapter 11 cases for persons

that are parties in interest in the Debtors' chapter 11 cases. The Firm does not, however, perform services for any such person relating to these chapter 11 cases, or have any relationship with any such person, their attorneys, or their accountants that would be adverse to the Debtors or their estates.

9. As part of its customary practice, the Firm is retained in cases, proceedings, and transactions involving many different parties, some of whom may represent or be employed by the Debtors, claimants, and parties in interest in these chapter 11 cases.

10. Neither I nor any principal, partner, director, or officer of, or professional employed by, the Firm has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than the principal and regular employees of the Firm.

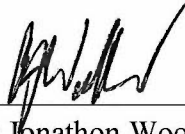
11. Neither I nor any principal, partner, director, or officer of, or professional employed by, the Firm, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors or their estates with respect to the matter(s) upon which the Firm is to be employed. To make this assertion, the Firm researched its conflicts database against the parties listed in **Exhibit A** attached hereto.

12. I also understand the limitations on compensation and reimbursement of expenses under the OCP Order. Specifically, the Firm understands that in the event its fees and expenses exceed a total of \$50,000 per month, on average, over a rolling three-month period, the Firm will be required to file with the Court a fee application for approval of its fees and expenses for such month in accordance with Bankruptcy Code sections 330 and 331, the Bankruptcy Rules, the Local Rules, and any applicable procedures or orders of the Court.

13. As of the Petition Date, the Firm was not party to an agreement for indemnification with any of the Debtors.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Date: May 23, 2025

A handwritten signature in black ink, appearing to read 'A. Woollard', is written above a horizontal line.

Andrew Jonathon Woollard

EXHIBIT A

Parties in Interest

Village Roadshow Entertainment Group USA Inc.

Potential Parties in Interest

Banks

Australia and New Zealand Banking Group
Limited
City National Bank

Consultants

Amelia Belle
Brian Gilbert
Debra Manwiller
Frank N. Magid Associates, Inc.
Oliver Brack
Todd Berger

Contract Counterparties

78 Home, Inc. f/s/o John Stuart Newman
Aaron Priest Literary Agency
Aftershock Comics, LLC
Agberg Ltd.
An MLR Original, Inc. f/s/o Marja-Lewis Ryan
Barrett Brothers Entertainment LLC f/s/o Jack
Barrett and Max Barrett
Barstool Sports, Inc.
Bento Rights, LLC
Blackbird Films f/s/o Adam Small
BPM Associates, LLC f/s/o Michael Scott
McAda
Bruce Schoenfeld
Bruce Schoenfeld, Individually
Chris Cullari
CHRIS CULLARI and JENNIFER RAITE
Circle of Confusion
CJ ENM Co., Ltd.
Clark & Palattella, LLC
Clark Palattella, PLLC
Columbus Rose Ltd f/s/o David Baldacci
Darkling Entertainment Inc. f/s/o Matthew
Arnold and Travis Rooks
David Grossman
David Hollander
December Films Inc.
Derek Sanderson
Elaine Murphy
Elkins Law, P.C.
EuropaCorp
Everheart Productions, Inc.
Fourward, Inc. f/s/o Jonathan Levin
Gochman Law Group, PC

Grand Central Publishing
Hansen, Jacobson, Teller, Hoberman, Newman,
Warren, Richman, Rush, Kaller, Gellman, Meigs
& Fox, LLC
Harold Sipe
Hart Properties, Inc.
Hector Casanova
HG Literary
Hub Australia Pty Ltd
Iliza Shlesinger
Ink Fish Ltd.
J.T. Petty
Jacob V. Hart
James V. Hart
Jane Gilmartin
Janklow & Nesbit Associates
Jason Kaleko
Jennifer Raite
Jerome Loving
Joel Golby
Jonathan Levin
Jose Nateras
Julie B. Dixon f/k/a Julie Strasser or J.B.
Strasser
Kalista Sy
Katzner Pictures, Inc. f/s/o Oren Moverman
Kendall Milton
Kevin Kelly
Kleinberg Lange Cuddy & Carlo LLP
Kubier Entertainment, Inc.
Lana Harper
Lauren Billings Luhrs and Christina Venstra
p/k/a Christina Hobbs
Light Work Content, Inc. f/s/o Eric Amadio
Lily Drew Detweiler
Lindsay Harbert
LSE International IV, LLC
Macrosoft Media Ltd.
Magid
Majordomo Media f/s/o Dave Chang, Chris
Ying, and Chris Chen
Mark Neveldine and Royal Street Holdings, Inc.
f/s/o Jamil Stefan
Mati Diop
McKuin Frankel Whitehead LLP
Mediabrat Productions, Inc. f/s/o Will Pascoe
Mike Freeman

Minor Demons, Inc. f/s/o Michael Dougherty
 Missing Linc Corporation
 Mr. Jason Kaleko
 Mukoma Wa Ngugi
 Murray Weiss and Bill Hoffmann
 Myman Greenspan
 Nicholas Adams
 Nick Foster
 Patrick Cunneane
 Paul Hastings LLP
 PCG
 Pedialaw LLC f/s/o JT Hunster
 Penguin Random House LLC
 Peter Sample
 Peter Seymour
 Pius Ailemen
 Pocono Pictures, a California Corporation f/s/o
 Robert Nelson Jacobs, Charlie Jacobs, and
 Alexander Jacobs
 Principle Communications Group LLC
 Raj Balu
 Renato Baccaro and Daniel Baccaro
 Richard Edlund Films, Inc.
 Richard Edlund Films, Inc. f/s/o Richard Edlund
 Rob Hart
 Robert Silverberg
 Rolling Stone LLC
 Rolling Stone LLC f/s/o Any Employees Acting
 on Behalf of Owner
 Roman Lupi
 Sadamantium, Inc. f/s/o Mike Lawrence
 Sammy Mo, Inc. f/s/o Sam Morril
 SawSee Films, Inc. f/s/o Fax Bahr
 Say When Productions f/s/o Allie Romano
 Sean Cook
 Serendipity Point Films Inc.
 Seven Seas Films Limited
 Signpost Up Ahead, Inc. f/s/o Jill Blotevogel
 Skylight Films, LLC f/s/o Cassandra Clementi
 and Jacqueline Toboni
 Sloss Eckhouse Dasti Haynes LawCo LLP
 Sony Pictures Television Inc. (SPT)
 Stately Plump Buck Mulligan, LLC f/s/o Neil
 Strauss
 Stefanie Williams
 Story Paradox Corporation f/s/o Rob Hart
 Texas Monthly LLC
 The Law Office of Renee Farrell
 The Wicker Room
 The Wicker Room, Inc. f/s/o Chris McCoy
 Three River Entertainment, Inc.

Travis Klune (aka T.J. Klune)
 United Talent Agency
 Upper Press, LLC
 Vine Entertainment International Corp.
 Vine Entertainment LP
 Vine Eton Library Company LP
 Vine Gaylord Company LP
 Vine LSE International IV, LLC
 Vine LSE IV, LP
 Vine Manchester Library Company LP
 Vine Rysler Company LP
 VMAC Productions, Inc. f/s/o Vanessa
 McCarthy
 Westside Stories LLC d/b/a Rebelle Media
 Xerox Financial Services LLC
 Yo Productions, LLC

Debtors

Crescent Film Holdings Limited
 Village Roadshow Distribution (BVI) Limited
 Village Roadshow Distribution Pty Ltd
 Village Roadshow Distribution UK Limited
 Village Roadshow Distribution USA Inc.
 Village Roadshow Entertainment Group (BVI)
 Limited
 Village Roadshow Entertainment Group Asia
 Limited
 Village Roadshow Entertainment Group USA
 Inc.
 Village Roadshow Film Administration
 Management Pty Ltd
 Village Roadshow Films (BVI) Limited
 Village Roadshow Films Global Inc.
 Village Roadshow Films North America Inc.
 Village Roadshow Holdings USA Inc.
 Village Roadshow Pictures Entertainment Inc.
 Village Roadshow Pictures North America Inc.
 Village Roadshow Productions (BVI) Ltd
 Village Roadshow Productions Inc.
 Village Roadshow VS Films LLC
 VR DTE Distribution USA Inc.
 VR DTE Productions Limited
 VR Films Holdings (BVI) Limited
 VR Funding LLC
 VR Zoo Distribution USA Inc.
 VR Zoo Productions Ltd
 VREG Films Ltd
 VREG Funding LLC
 VREG IP Global LLC
 VREG J2 Global LLC
 VREG MM2 IP Global LLC

VREG OP Global LLC
VREG Production Services Inc.
VREG Television Inc.
VREG Wonka IP Global LLC
VREG WW IP Global LLC

Directors and Officers

Adam Rhodes
Carlos Andres Abadi
Christina Norman
Edward Truitt
Harvey Tepner
James Patrick Moore
Kevin Berg
Lee Sienna
Louis Santor
Matthew White
Nicholas Messum
Peter Nankivell
Ruth Bradley
Ted Francis

Employees (Current)

Joy Taylor, Manager, Treasury & Cash Management
Kevin Berg, General Counsel
Louis Santor, COO
Rosemarie Spadavecchia, Executive Assistant
Teronna Taylor, Senior Vice President, Human Resources
Dilani Chandrahasan
Veronica Gruba
Marsha Setiono
Lauren Shaw
Jesse Spike
Glenn Taylor

Employees (Former)

Alix Jaffe
Cory Lanier
Shannon Hawes Perry
Alice Shoshana Highman
Ameer Wafer
Amelia Amy Belle Silbert-Geiger
Anne H MacKay
Ara Joseph Rice
Arianna G. Johnson
Asha Norman-Hunt
Brianna Hennessey
Bryan R Greenwood
Caitlyn McHugh
Charlene M Feliciano
Chase Evans
Chloe Rose Sesar

Christina C. Steele
Christine L Ricardo
Dante Bailey
Daron D Jackson
Dylan Kane
Eamon Frank Anthony Schiro
Elizabeth Gale Cuzzupoli
Ethan Obergfoll
Gabrielle A Scurlark
Gavin J Citron
Isabella Salma Samman
Jackson G Gibbon
Jacob Bradley
Jake L Robbins
Jake Jashni
Jason K Buckley
Jeffrey M Pendo
Jesse J Paul
Jillian A Apfelbaum
Jordan Leigh Sharkey
Kelso Meeks
Keyon E Tehrani
Laura Elizabeth Lynch Marchione
Macy Muxlow
Marley L Abbott
Michael J Lechner
Michael J Linowes
Murphy Stack
Nicolas J Gordon
Peter H Schlessel
Robert Corzo
Roland Feliciano
Shan Howerton
Stephen M Mosko
Tristen A Tuckfield
Zola Anisceta Franchi

Equity Holders

Village Roadshow Limited
Village Roadshow Pictures International Pty Ltd
Falcon Strategic Partners IV LP
Vine Media Opportunities - Fund III, LP
Vine Media Opportunities - Fund III-A, LP
Vine Media Opportunities - Fund III-B, LP
Vine Westcon SPV, LP
1397225 Ontario Limited

Guilds

Directors Guild of America
SAG-AFTA
Writers Guild of America

Writers Guild of America, West, Inc.
Writers Guild of America, East, Inc.
Motion Picture Association, Inc.

Insurance Carriers

Accredited Insurance (Europe) Limited
ACE American Insurance Company
Alliant Insurance Services, Inc.
Arch Specialty Insurance Company
Arthur J. Gallagher Risk Management Services LLC
Ascot Specialty Insurance Company
Atlantic Specialty Insurance Company
AXA XL - Professional Insurance
Berkshire Hathaway Specialty Insurance
Chubb Group of Insurance Companies
Chubb International Advantage
Coalition Insurance Solutions, Inc. (CRC Insurance Services, Inc.)
Coalition, Inc.
Convex North American Insurance Services, Inc.
Federal Insurance Company
Firemans Fund Indemnity Corporation
Fortegra Specialty Insurance Company
Howden
Intact Insurance Entertainment
Intact Insurance Group USA LLC
Intact Specialty Entertainment
Lloyds
Lloyds Syndicate (Rising Edge Ltd)
National Fire & Marine Insurance Company
OBI National Insurance Company
QBE Insurance Corporation
Rising Edge Ltd
Risk Placement Services, Ins.
Underwriters at Lloyds, London
Victor Insurance Exchange
XL Professional Insurance
XL Specialty Insurance Company

Lessors

10100 Santa Monica, Inc.
Xerox Financial Services LLC
Allen Matkins Leck Gamble Mallory & Natsis LLP

Lienholders

Columbia Pictures Industries, Inc.
Cooperatieve Rabobank U.A.
Cortland Capital Market Services LLC

JPMorgan Chase Bank, N.A.
Loompala Pictures, LLC
Magnum Films SPC
U.S. Bank National Association
Wilmington Savings Fund Society, FSB

Litigation Counterparties

Warner Bros. Entertainment Inc.
Warner Bros. Production Limited
WAV Distribution LLC

Miscellaneous

Abso Lutely Productions, Inc. f/s/o Tim Heidecker, Eric Wareheim, Dave Kneebone
Alternate Side Productions, LLC f/s/o Jerry Angelo Brooks (a.k.a. JB Smoove)
Chris Case DBA Dixon Cox Productions Inc
Content Cartel, LLC f/s/o Kevin Garnett, Murithi "Mike" Marangu, and Any Other Employees of ProdCo
Content Cartel, LLC f/s/o Kevin Garnett, Murithi "Mike" Marangu, and Any Other Employees of ProdCo
Dixon Cox Production f/s/o Christopher Case
EP Abso LLC f/s/o Time Heidecker, Eric Wareheim, Dave Kneebone
Happy Madison TV, Inc. f/s/o Adam Sandler, Matthew Mosko, and Any Other Employees of ProdCo
McGuffin Entertainment Media Inc. f/s/o Paul Bernard, James Scura, and Any Other Employees
Moonshot Entertainment, Inc. f/s/o Bryan Cranston, James Degus and Any Other Employees, or Independent Contractors Acting on Behalf of ProdCo
Three River Entertainment, Inc. f/s/o David Hollander
Roger Pliakas, Esq.
Gursey Schneider LLP
A. N. Pane

Non-Debtor Affiliates

Humanoids Holding
Zoo Film Partners L.P.
DTE Film Partners LP
Zoo Films LLC
DTE Films LLC

Potential Purchasers

CP Ventura LLC

Content Partners, LLC
Easttree Media Limited
Alcon Entertainment

Professionals

Accordion Partners, LLC
Barnes & Thornburg LLP
Kirkland & Ellis LLP
Kurtzman Carson Consultants, LLC dba Verita
Global
Goldman Sachs
Latham & Watkins LLP
Maples & Calder LLP
Milbank LLP
Morrison & Foerster LLP
O'Melveny & Myers LLP
Paul Hastings LLP
Seward & Kissell LLP
Sheppard, Mullin, Richter & Hampton LLP
Solic Capital Advisors, LLC
Thomson Geer
Virtu Global Advisors, LLC
Young Conaway Stargatt & Taylor, LLP

Studios

Amazon MGM Studios
Netflix, Inc.
Universal Pictures
Walt Disney Studios
New Regency Entertainment
Paramount Pictures Corporation
Sony Pictures Entertainment Inc.
Warner Bros. Entertainment Inc.

Taxing Authorities

Australian Taxation Office
British Virgin Islands Financial Services
Commission
British Virgin Islands Inland Revenue
Department
California Franchise Tax Board
California Department of Tax and Fee
Administration
California State Board of Equalization
Delaware Division of Revenue
HM Revenue and Customs
Internal Revenue Service
Los Angeles County Tax Collector
Los Angeles Office of Finance

United States Trustee and Court Contacts

Attix, Lauren
Barksdale, Nickita
Bates, Malcolm M.
Batts, Cacia
Bello, Rachel
Brady, Claire
Capp, Laurie
Casey, Linda
Cudia, Joseph
Dice, Holly
Dorsey, John T.
Dortch, Shakima L.
Fox, Timothy J., Jr
Gadson, Danielle
Giordano, Diane
Girello, Michael
Goldblatt, Craig T.
Green, Christine
Hackman, Benjamin
Haney, Laura
Horan, Thomas M.
Hrycak, Amanda
Hurt, Xavier
Johnson, Lora
Jones, Nyanquoi
Konde, Hawa
Leamy, Jane
Lipshie, Jonathan
Lopez, Marquietta
Lugano, Al
McCollum, Hannah M.
McMahon, Joseph
Nyaku, Jonathan
O'Boyle, Una
O'Malley, James R.
Owens, Karen B.
Richenderfer, Linda
Schepacarter, Richard
Selber Silberstein, Laurie
Serrano, Edith A.
Shannon, Brendan L.
Sierra-Fox, Rosa
Stickles, J. Kate
Subda, Paula
Thomas, Elizabeth
Walker, Jill
Walrath, Mary F.
Washington, Nikki
Wynn, Dion
Yeager, Demitra

Utility Providers

AT&T MOBILITY
Cogent Communications, Inc.
Cogent Communications, LLC
DivergeIT
Mitel
Mitel Cloud Services, Inc.
Mitel Deutschland GmbH
Mitel France SAS
Mitel Networks Limited
RingCentral Inc.

Vendors

Active Wellness
American Express
Christopher W. Taylor
Eisner LLP
Excel
Federal Express
LoopUp
Magnolia Pictures LLC
Marlin Lease Corporation
Mickey Hargitay Plants
PWGA Pension Fund
Sparkletts
WGA Health Fund Contribution
Green Hasson & Janks LLP (GHJ)
Ansarada
CT Corporation
Dropbox Inc.
GoDaddy Operating Company, LLC
Harneys Corporate Services Limited
Iron Mountain
Motion Picture Association, Inc.
Studio System
Vistra (BVI) Limited