

**Fill in this information to identify the case:**Debtor Village Roadshow Entertainment Group USA Inc.United States Bankruptcy Court for the: \_\_\_\_\_ District of Delaware  
(State)Case number 25-10475**Modified Official Form 410  
Proof of Claim****12/24**

**Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy case. Do not use this form to make a request for payment of an administrative expense. Make such a request according to 11 U.S.C. § 503.**

**Filers must leave out or redact** information that is entitled to privacy on this form or on any attached documents. Attach redacted copies or any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. **Do not send original documents;** they may be destroyed after scanning. If the documents are not available, explain in an attachment.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

**Fill in all the information about the claim as of the date the case was filed. That date is on the notice of bankruptcy (Form 309) that you received.**

**Part 1: Identify the Claim**

1. Who is the current creditor?	Motion Picture Industry Pension Plan and Motion Picture Industry Health Plan	
	Name of the current creditor (the person or entity to be paid for this claim)	
	Other names the creditor used with the debtor	
2. Has this claim been acquired from someone else?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. From whom? _____	
3. Where should notices and payments to the creditor be sent?	<b>Where should notices to the creditor be sent?</b> See summary page	<b>Where should payments to the creditor be sent? (if different)</b>
Federal Rule of Bankruptcy Procedure (FRBP) 2002(g)		
	Contact phone <u>818-973-3200</u>	Contact phone _____
	Contact email <u>dahdoot@bushgottlieb.com</u>	Contact email _____
	Uniform claim identifier (if you use one): _____	
4. Does this claim amend one already filed?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Claim number on court claims registry (if known) _____ Filed on _____ MM / DD / YYYY	
5. Do you know if anyone else has filed a proof of claim for this claim?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Who made the earlier filing? _____	



**Part 2: Give Information About the Claim as of the Date the Case Was Filed**

<b>6. Do you have any number you use to identify the debtor?</b>	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor:   __ __ __ __
<b>7. How much is the claim?</b> \$ <u>TBD</u>	<b>Does this amount include interest or other charges?</b> <input type="checkbox"/> No <input type="checkbox"/> Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).
<b>8. What is the basis of the claim?</b>	<p>Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card.</p> <p>Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c).</p> <p>Limit disclosing information that is entitled to privacy, such as health care information.</p> <p><u>See attached rider.</u></p>
<b>9. Is all or part of the claim secured?</b>	<div><input checked="" type="checkbox"/> No</div> <div><input type="checkbox"/> Yes. The claim is secured by a lien on property. <b>Nature or property:</b> <div><input type="checkbox"/> Real estate: If the claim is secured by the debtor's principle residence, file a <i>Mortgage Proof of Claim Attachment</i> (Official Form 410-A) with this <i>Proof of Claim</i>.</div><div><input type="checkbox"/> Motor vehicle</div><div><input type="checkbox"/> Other. Describe: _____</div></div> <div><b>Basis for perfection:</b> _____ Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.)</div> <div><b>Value of property:</b> \$ _____ <b>Amount of the claim that is secured:</b> \$ _____ <b>Amount of the claim that is unsecured:</b> \$ _____ (The sum of the secured and unsecured amount should match the amount in line 7.)</div> <div><b>Amount necessary to cure any default as of the date of the petition:</b> \$ _____</div> <div><b>Annual Interest Rate</b> (when case was filed) _____ % <input type="checkbox"/> Fixed <input type="checkbox"/> Variable</div>
<b>10. Is this claim based on a lease?</b>	<div><input checked="" type="checkbox"/> No</div> <div><input type="checkbox"/> Yes. <b>Amount necessary to cure any default as of the date of the petition.</b>   \$ _____</div>
<b>11. Is this claim subject to a right of setoff?</b>	<div><input checked="" type="checkbox"/> No</div> <div><input type="checkbox"/> Yes. Identify the property: _____</div>



12. Is all or part of the claim entitled to priority under 11 U.S.C. § 507(a)?

A claim may be partly priority and partly nonpriority. For example, in some categories, the law limits the amount entitled to priority.

☐ No

☒ Yes. Check all that apply:

☐ Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).

Amount entitled to priority

\$ \_\_\_\_\_

☐ Up to \$3,350\* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7).

\$ \_\_\_\_\_

☐ Wages, salaries, or commissions (up to \$15,150\*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4).

\$ \_\_\_\_\_

☐ Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8).

\$ \_\_\_\_\_

☒ Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5).

\$ TBD

☐ Other. Specify subsection of 11 U.S.C. § 507(a)( ) that applies.

\$ \_\_\_\_\_

\* Amounts are subject to adjustment on 4/01/25 and every 3 years after that for cases begun on or after the date of adjustment.

13. Is all or part of the claim entitled to administrative priority pursuant to 11 U.S.C. § 503(b)(9)?

☒ No

☐ Yes. Indicate the amount of your claim arising from the value of any goods received by the debtor within 20 days before the date of commencement of the above case, in which the goods have been sold to the Debtor in the ordinary course of such Debtor's business. Attach documentation supporting such claim.

\$ \_\_\_\_\_

Part 3: Sign Below

The person completing this proof of claim must sign and date it. FRBP 9011(b).

If you file this claim electronically, FRBP 5005(a)(3) authorizes courts to establish local rules specifying what a signature is.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Check the appropriate box:

☐ I am the creditor.

☒ I am the creditor's attorney or authorized agent.

☐ I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.

☐ I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgement that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* and have reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on date 07/18/2025  
MM / DD / YYYY

/s/David E. Ahdoot  
Signature

Print the name of the person who is completing and signing this claim:

Name David E. Ahdoot  
First name Middle name Last name

Title Attorney

Company Bush Gottlieb, ALC  
Identify the corporate servicer as the company if the authorized agent is a servicer.

Address \_\_\_\_\_

Contact phone \_\_\_\_\_ Email \_\_\_\_\_



# Verita (KCC) ePOC Electronic Claim Filing Summary

For phone assistance: Domestic (866) 526-6865 | International (781) 575-2076

<b>Debtor:</b> 25-10475 - Village Roadshow Entertainment Group USA Inc.		
<b>District:</b> District of Delaware		
<b>Creditor:</b> Motion Picture Industry Pension Plan and Motion Picture Industry Health Plan David E. Ahdoot 801 N. Brand Boulevard, Suite 950  Glendale, CA, 91203 United States <b>Phone:</b> 818-973-3200 <b>Phone 2:</b>  <b>Fax:</b>  <b>Email:</b> dahdoot@bushgottlieb.com	<b>Has Supporting Documentation:</b> Yes, supporting documentation successfully uploaded <b>Related Document Statement:</b>	
	<b>Has Related Claim:</b> No <b>Related Claim Filed By:</b>	
	<b>Filing Party:</b> Authorized agent	
<b>Other Names Used with Debtor:</b>	<b>Amends Claim:</b> No <b>Acquired Claim:</b> No	
<b>Basis of Claim:</b> See attached rider.	<b>Last 4 Digits:</b> No	<b>Uniform Claim Identifier:</b>
<b>Total Amount of Claim:</b> TBD	<b>Includes Interest or Charges:</b> None	
<b>Has Priority Claim:</b> Yes	<b>Priority Under:</b> 11 U.S.C. §507(a)(5): TBD	
<b>Has Secured Claim:</b> No <b>Amount of 503(b)(9):</b> No <b>Based on Lease:</b> No <b>Subject to Right of Setoff:</b> No	<b>Nature of Secured Amount:</b> <b>Value of Property:</b> <b>Annual Interest Rate:</b> <b>Arrearage Amount:</b> <b>Basis for Perfection:</b> <b>Amount Unsecured:</b>	
<b>Submitted By:</b> David E. Ahdoot on 18-Jul-2025 10:08:34 a.m. Pacific Time <b>Title:</b> Attorney <b>Company:</b> Bush Gottlieb, ALC		

## **RIDER TO PROOF OF CLAIM**

(Motion Picture Industry Pension Plan and Motion Picture Industry Health Plan /  
Village Roadshow Entertainment Group USA Inc., et al.)

Pursuant to the Court's July 1, 2025 Order Approving Stipulation Between Union Entities And Debtors Permitting The Union Entities to File Consolidated Claims Under One Case Number [Docket No. 620], this Proof of Claim constitutes the "Master" Proof of Claim, applicable to all Debtor cases as identified in **Exhibit A**, filed by the Motion Picture Industry Pension Plan and Motion Picture Industry Health Plan (the "**Plans**"). The Plans expressly reserve all rights and remedies with respect to each and every Debtor entity as a co-obligor with respect to Plan claims filed against any given Debtor.

**Amount of Claim:** The Amount of Claim as of the Petition Date is unliquidated.

**Basis for Claim: General.** This Proof of Claim is filed by the Motion Picture Industry Pension and Health Plans (the "Plans"). Certain unions, including, but not limited to, the International Alliance of Theatrical Stage Employees, Moving Picture Technicians, Artists and Allied Crafts of the United States and Canada, AFL-CIO, CLC ("IATSE") and the International Brotherhood of Teamsters ("IBT") (together with the IATSE and certain other unions, the "Qualifying Unions") are the exclusive bargaining representatives of certain individuals who rendered services in connection with the production of theatrical and television projects for the benefit of industry employers like Village Roadshow Entertainment Group USA Inc, as well as its co-Debtors, non-Debtor affiliates, subsidiaries, predecessors, successors, alter-egos, associated entities, representatives, agents and any other entities who shared an interrelation of operations, common management, centralized control of labor relations, and common ownership (collectively, the "**Debtor**").

The Plans are "employee benefit plans" within the meaning of ERISA § 3(3), 29 U.S.C. § 1002(3) in that they were established by the Qualifying Unions and motion picture and television producer employers, and are maintained for the purpose of providing their participants and beneficiaries with medical, surgical, and hospital benefits in the event of sickness, accident, disability or death and retirement benefits. The Plans are "multi-employer plans" within the meaning of ERISA Section 3(37)(A), 29 U.S.C. § 1002(37)(A) in that more than one employer is required to contribute to the Plans and the Plans are maintained pursuant to collective bargaining agreements between the Qualifying Unions and motion picture and television producers.

**Basis for Claim: Specific.** The Debtor's liabilities to the Plans, which may include, inter alia, unpaid pension and health contributions, arise from the Debtor's pre-production, production, and/or distribution of various motion picture and/or television projects produced subject to certain collective bargaining obligations with the Qualifying Unions and the Plans ("**Projects**"). These liabilities are based upon numerous writings, including, but not limited to, applicable Qualifying Union collective bargaining agreements and all other prior and subsequent collective bargaining agreements (collectively, "**Basic Agreement**"), as well as all applicable trust agreements, assumption agreements, letters of guarantee, letters of adherence, security agreements, settlement agreements and any and all other documents and/or facts, including, but not limited to, any documents or facts concerning the Debtor, indicating that this Debtor is liable to the Plans on its own account, and/or on account of each applicable related co-debtors

(collectively, “**Project Agreements**”). The Debtor may also be liable to the Plans pursuant to 28 U.S.C. § 4001 or other applicable law. The Debtor has represented to the Plans that rights in certain Projects are owned by the Debtor. Attached as **Exhibit B** is a list of those Debtor-identified Projects, which were produced subject to the Project Agreements.

The Basic Agreement provides for two forms of pension and health contributions. Payroll-based pension and health contributions, with limited exception, are calculated on the hours worked by Qualified Union members on a particular project (collectively, “**Payroll Contributions**”). The second form of pension and health contributions are calculated based on a percentage of gross receipts generated by exploitation of motion picture in the Video/DVD, free television and pay television, and new media markets (collectively, “**Residuals Contributions**”). Payroll Contributions and Residuals Contributions are collectively referred to herein as the “**Obligations**.” As more fully stated below in the General Reservation of Rights, the Plans’ investigation remains ongoing, and the Plans expressly reserve the right to advance claims for additional Obligations, including, without limitation, those arising from any applicable employee services provided pursuant to the Basic Agreement, including Residuals Contributions, and insufficient reporting by the Debtor with respect to the Projects.

**Unsecured Claims.** Except as classifiable as a priority claim, *infra*, as of the Petition Date, the Plans assert an unsecured claim that is unliquidated.

**Amount of Claim Entitled to Priority.** 11 U.S.C. § 507(a)(4) provides priority for certain wages up to \$15,150 per each individual or corporation, earned within 180 days prior to the Petition Date. 11 U.S.C. § 507(a)(5) provides priority for certain contributions to employee benefit plans arising from services rendered within 180 days prior to the Petition Date less the aggregate amount paid to such employees under § 507(a)(4). The Plans therefore assert that all eligible portions of their claim are entitled to priority under § 507(a), and are otherwise to be classed as a general unsecured claim to the extent priority status is not allowed.

**Administrative Claims.** For information purposes, the Plans may also be entitled to administrative claims. In addition to the claims entitled to priority under §507(a)(4) and (5) referenced above, post-petition Residuals Contributions in connection with the Projects, along with applicable interest and liquidated damages, may be accumulating as administrative claims to the extent provided by all applicable law, including 11 U.S.C. §§ 503 and 507. Additional administrative claims, interest and late payments may arise over the course of Debtor’s bankruptcy case.

**Documents.** Upon information and belief, the Debtor is in possession of all books and records required to calculate and implement such payments, including, but not limited to, the Basic Agreement. The Plans will make copies of the Basic Agreement and other relevant documents in their possession available upon request.

**Credits; Duplicative Claims.** All known payments on this claim have been credited. To the extent that any third party effects payment on this claim, this claim shall be reduced accordingly.

**Open Accounts.** The Plans’ claim is not based upon an open account.

**Judgments.** No judgment has been entered on the Plans' claim except as the Qualified Unions may have filed for arbitration liquidating the amount owed by the Debtor for a given Project, which would include pension and health contributions.

**General Reservations of Rights.** The Plans reserve the right to file with this Court an amended proof of claim in connection with any element or aspect of this Proof of Claim, including but not limited to claim quantification, Debtor liability and secured status. The Plans further reserve all rights against any and all co-debtors on this debt, as well as any other liability, including but not limited to, any affiliates, subsidiaries, predecessors, successors, alter-egos, associated entities, representatives and agents affiliated with the Debtor. This Proof of Claim shall not waive the Plans' right to have final orders in noncore matters entered only after de novo review by a District Court; or the right to trial by jury in any proceeding so triable in this case or any case, controversy, or proceeding related to this case; or the right to have the District Court withdraw the reference in any matter subject to mandatory or discretionary withdrawal; or to adjudicate rights in other applicable forums, or any other rights, claims, actions, defenses, set-offs, or recoupment to which these entities are or may be entitled under agreements, in law or in equity, all of which rights are expressly reserved. In addition, the filing of this Proof of Claim is not intended and should not be construed to be an election of remedies or waiver of any past, present or future defaults on any Obligation owed to the Plans.

# **EXHIBIT A**



Exhibit A

**List of Debtors**

Village Roadshow Entertainment Group USA Inc.	25-10475
VR Zoo Productions Ltd	25-10476
VREG Funding LLC	25-10477
VREG IP Global LLC	25-10478
Village Roadshow Distribution USA Inc.	25-10479
VREG J2 Global LLC	25-10480
Village Roadshow Films Global Inc.	25-10481
VREG MM2 IP Global LLC	25-10482
VREG OP Global LLC	25-10483
VREG Production Services Inc.	25-10484
Village Roadshow Films North America Inc.	25-10485
VREG Television Inc.	25-10486
VREG Wonka IP Global LLC	25-10487
Village Roadshow Pictures Entertainment Inc.	25-10488
VREG WW IP Global LLC	25-10489
Village Roadshow Pictures North America Inc.	25-10490
Village Roadshow VS Films LLC	25-10491
Village Roadshow Productions Inc.	25-10492
VR DTE Distribution USA Inc.	25-10493
VR DTE Productions Limited	25-10494
VR Funding LLC	25-10495
VREG Films Ltd	25-10496
Village Roadshow Film Administration Management Pty Ltd	25-10497
Village Roadshow Distribution Pty Ltd	25-10498
Village Roadshow Entertainment Group Asia Limited	25-10499
Crescent Film Holdings Limited	25-10500
Village Roadshow Distribution UK Limited	25-10501
Village Roadshow Entertainment Group (BVI) Limited	25-10502
Village Roadshow Productions (BVI) Ltd	25-10503
VR Zoo Distribution USA Inc.	25-10504
Village Roadshow Distribution (BVI) Limited	25-10505
Village Roadshow Films (BVI) Limited	25-10506
VR Films Holdings (BVI) Limited	25-10507
Village Roadshow Holdings USA Inc.	25-10508

# **EXHIBIT B**

## Exhibit B

### MPIP Coverage List

1	300
2	AMERICAN SNIPER
3	ANALYZE THAT
4	ANALYZE THIS
5	ANNIE (2014)
6	BLOOD DIAMOND
7	CATS & DOGS
8	CATS & DOGS 2 (3D)
9	CATWOMAN
10	CHARLIE AND THE CHOCOLATE FACTORY
11	COLLATERAL BEAUTY
12	CONCUSSION
13	CONSTANTINE
14	DARK SHADOWS
15	DEEP BLUE SEA
16	DON'T SAY A WORD
17	DOWN TO EARTH
18	DREAMCATCHER
19	EIGHT LEGGED FREAKS
20	EXIT WOUNDS
21	FIREWALL
22	FIST FIGHT
23	GANGSTER SQUAD
24	GET SMART
25	GHOST SHIP
26	GOING IN STYLE (2017)
27	GOOSEBUMPS (3D) (2015)
28	GOSSIP
29	GRAN TORINO
30	HEARTS IN ATLANTIS
31	HOUSE OF WAX
32	I AM LEGEND
33	INTO THE STORM
34	JOKER
35	JUPITER ASCENDING (3D)
36	LICENSE TO WED
37	LIFE AS WE KNOW IT
38	LUCKY YOU
39	MISS CONGENIALITY

## Exhibit B

40	MISS CONGENIALITY 2
41	MUSIC AND LYRICS
42	MYSTIC RIVER
43	NANCY DREW
44	NIGHTS IN RODANTHE
45	NO RESERVATIONS
46	OCEAN'S 13
47	OCEAN'S 8
48	OCEAN'S ELEVEN
49	OCEAN'S TWELVE
50	POSEIDON
51	PRACTICAL MAGIC
52	QUEEN OF THE DAMNED
53	READY PLAYER ONE
54	RUMOR HAS IT
55	SAN ANDREAS (3D)
56	SEE SPOT RUN
57	SEX AND THE CITY 2
58	SHERLOCK HOLMES
59	SHOWTIME
60	SPACE COWBOYS
61	SPEED RACER
62	SULLY
63	SWORDFISH
64	TAKING LIVES
65	THE 15:17 TO PARIS
66	THE ADVENTURES OF PLUTO NASH
67	THE ASSASSINATION OF JESSE JAMES BY THE COWARD ROBERT FORD
68	THE BRAVE ONE
69	THE BROTHERS GRIMSBY
70	THE DUKES OF HAZZARD
71	THE EQUALIZER
72	THE GOOD GERMAN
73	THE GREAT GATSBY
74	THE HOUSE
75	THE INVASION
76	THE JUDGE
77	THE LAKE HOUSE
78	THE LEGO MOVIE (3D)
79	THE LUCKY ONE
80	THE MAGNIFICENT SEVEN

## Exhibit B

81	THE MAJESTIC
82	THE MATRIX RELOADED
83	THE MATRIX REVOLUTIONS
84	THE REAPING
85	THREE KINGS
86	THREE TO TANGO
87	TORQUE
88	TRAINING DAY
89	TWO WEEKS NOTICE
90	UNACCOMPANIED MINORS
91	WHERE THE WILD THINGS ARE
92	WINTER'S TALE
93	YES MAN
94	ZOOLANDER

95	20,000 LEAGUES UNDER THE SEA
96	AMERICAN DREAM KARAOKE (F/K/A INDIAN KARAOKE)
97	APPETITE
98	ARLINGTON ROAD
99	BABYSITTERS
100	BLUE COLLAR COMEDY TOUR
101	BUCKETS
102	CINNAMON
103	COLLEGE BOWL
104	CRANK
105	CRANK: HIGH VOLTAGE
106	CUT OUT (F/K/A ASSASSINS)
107	CYPHER
108	DONNIE DARKO
109	GAMER
110	GIRLS JUST WANT TO HAVE FUN
111	GOING FOR TWO
112	GOLIATH (F/K/A UNTITLED WILT CHAMBERLAIN PROJECT)
113	GRANDMA'S BOY
114	HEATHERS (LIVE STAGE CAPTURE) (F/K/A VERONICA SAWYER)
115	HOFFA
116	LAW ABIDING CITIZEN
117	LUCY
118	MONARCH (A/K/A MARILYNS)
119	MOTHER
120	NASH BRIDGES (TV MOVIE)

## Exhibit B

121	NOVEMBER MAN
122	RAFTER (F/K/A REMOTE CONTROL)
123	SECOND SISTER (A/K/A JACKIE AND LEE)
124	SPUTNIK
125	STAR SEARCH
126	STRAYS (A/K/A FRITZCHEN)
127	SUNDOWN
128	SWARM (F/K/A DUST)
129	THE ACCUSED
130	THE AGE OF ADALINE
131	THE GIFT
132	THE GREAT SANTINI
133	THE GUTTER
134	THE INHERITANCE
135	THE MOTHMAN PROPHECIES
136	THE PRIZE
137	THE PRO
138	THE REINCARNATION OF PETER PROUD
139	THE VATICAN TAPES
140	TIGHTROPE
141	WALKING TALL
142	YOU ARE HERE