

**Exhibit C**

**Rule 2016 Statement**

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE**

In re

OPEN ROAD FILMS, LLC, a Delaware  
limited liability company, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No.: 18-12012 (LSS)

(Jointly Administered)

**STATEMENT OF YOUNG CONAWAY STARGATT & TAYLOR, LLP  
UNDER RULE 2016 OF THE FEDERAL RULES OF BANKRUPTCY  
PROCEDURE AND SECTION 329 OF THE BANKRUPTCY CODE**

1. Young Conaway Stargatt & Taylor, LLP (“Young Conaway”), pursuant to Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Rule 2016-1 of the Local Rules of Bankruptcy Practice and Procedure for the United States Bankruptcy Court of the District of Delaware (the “Local Rules”), and section 329 of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the “Bankruptcy Code”), states that the undersigned is proposed co-counsel for the above-captioned debtors and debtors in possession (collectively, the “Debtors”) in these chapter 11 cases (these “Cases”).

2. Compensation agreed to be paid by the Debtors to Young Conaway is to be for legal services rendered in connection with these Cases. The Debtors have agreed to pay Young Conaway at the firm’s standard hourly rates for work of this nature for the legal services rendered or to be rendered on the Debtors’ behalf in connection with these cases by Young Conaway’s various attorneys and paralegals. The Debtors have also agreed to reimburse Young Conaway for its actual and necessary expenses incurred in connection with these Cases.

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<sup>1</sup> The Debtors and the last four digits of their respective federal taxpayer identification numbers are as follows: Open Road Films, LLC (4435-Del.); Open Road Releasing, LLC (4736-Del.); OR Productions LLC (5873-Del.); Briarcliff LLC (7304-Del.); Open Road International LLC (4109-Del.); and Empire Productions LLC (9375-Del.). The Debtors’ address is 2049 Century Park East, 4th Floor, Los Angeles, CA 90067.

3. Young Conaway was retained by the Debtors pursuant to an engagement agreement dated August 16, 2018 (the “Engagement Agreement”). In accordance with the Engagement Agreement, Young Conaway received retainers totaling \$150,000.00 (collectively, the “Retainer”) in connection with the planning and preparation of initial documents and its proposed postpetition representation of the Debtors. Specifically, Young Conaway received an initial retainer payment in the amount of \$100,000 on August 31, 2018, and an additional retainer payment of \$50,000 on September 4, 2018. Young Conaway applied the Retainer to its outstanding balance as of the Petition Date, including fees and expenses associated with the filing of these Cases. After doing so, Young Conaway continues to hold a Retainer in the amount of \$77,206.50, which will constitute an evergreen retainer as security for postpetition services and expenses.

4. Within the year prior to the Petition Date, Young Conaway has received no other payments from the Debtors on account of services rendered or to be rendered in contemplation of or in connection with these Cases.

5. Young Conaway will seek approval of payment of compensation upon its filing of appropriate applications for allowance of interim or final compensation pursuant to sections 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and any applicable orders of the Court.

6. All filing fees in these Cases have been paid in full.

7. The services to be rendered include all those services set forth in the *Debtors’ Application for an Order Authorizing the Retention and Employment of Young Conaway Stargatt & Taylor, LLP as Counsel for the Debtors, Nunc Pro Tunc to the Petition Date.*

8. Young Conaway further states that it has neither shared nor agreed to share (a) any compensation it has received or may receive with another party or person, other than with the

partners, counsel, and associates of Young Conaway, or (b) any compensation another person or party has received or may receive.

Dated: September 11, 2018

*/s/ Michael R. Nestor*

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