

**EXHIBIT A**

**Statement Under Bankruptcy Rule 2016**

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE**

<p>In re</p> <p>OPEN ROAD FILMS, LLC, a Delaware limited liability company, <i>et al.</i>,<sup>1</sup></p> <p style="text-align: center;">Debtors.</p>	<p>Chapter 11</p> <p>Case No.: 18-12012 (LSS)</p> <p>(Jointly Administered)</p>
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**STATEMENT UNDER RULE 2016 OF THE  
FEDERAL RULES OF BANKRUPTCY PROCEDURE**

Klee, Tuchin, Bogdanoff & Stern LLP (“KTBS”), 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 of 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 counsel to the debtors and debtors in possession (the “Debtors”) in the above-captioned jointly administered chapter 11 cases (the “Cases”). KTBS further states:<sup>2</sup>

1. The Debtors have agreed to pay KTBS for the legal services that have been or will be rendered by its various professionals in connection with these Cases on the Debtors’ behalf. The Debtors have also agreed to reimburse KTBS 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.

<sup>2</sup> Capitalized terms, unless otherwise defined herein, shall have the meanings ascribed to them in the *Debtors’ Application, Pursuant to Section 327(a) of the Bankruptcy Code, Rule 2014 of the Federal Rules of Bankruptcy Procedure and Local Rule 2016-1, for Entry of an Order Authorizing Employment and Retention of Klee, Tuchin, Bogdanoff & Stern LLP as Counsel for the Debtors and Debtors in Possession Nunc Pro Tunc to the Petition Date.*

2. KTB&S was initially retained pursuant to a retention letter dated as of July 16, 2018 (as amended on August 8, 2018 and supplemented on August 30, 2018, the “Engagement Agreement”), to assist the Debtors with their efforts to respond to their financial circumstances, including, among other things, with a restructuring of their financial affairs and capital structure and, upon the Debtors’ request, with the filing of these Cases and the other services to be provided as set forth in the Application. In connection with KTB&S’s retention and in accordance with the Engagement Agreement, KTB&S maintains a retainer (the “Retainer”) for professional services rendered or to be rendered and expenses incurred or to be incurred by KTB&S on behalf of the Debtors. On July 31, 2018, KTB&S was paid an initial Retainer of \$125,000. On August 15, 2018, August 17, 2018, and September 4, 2018, the Debtors supplemented the initial Retainer with an additional \$180,000, \$150,000, and \$300,000, respectively, for a total Retainer amount of \$755,000 in the aggregate. Pursuant to the Engagement Agreement, KTB&S has periodically sent the Debtors invoices for hourly charges and out-of-pocket disbursements incurred on behalf of the Debtors. KTB&S applied that portion of the Retainer necessary to satisfy such invoices. As of the Petition Date, the amount of the Retainer is approximately \$253,047.92. The dates and amounts of KTB&S’s invoices, and the amounts paid by the Debtors to replenish the Retainer, are as follows:

Invoice Date	Billing Period	Date of Payment	Form of Payment	Payment Amount	Retainer Balance
N/A	N/A	7/31/2018	Initial Retainer Deposit	\$125,000.00	\$125,000.00
08/01/2018	07/12/2018-07/31/2018	08/10/2018	Application of Retainer	\$65,887.80	\$59,112.20
N/A	N/A	08/15/2018	Supplemental Retainer Deposit	\$180,000.00	\$239,112.20
N/A	N/A	08/17/2018	Supplemental Retainer Deposit	\$150,000.00	\$389,112.20

Invoice Date	Billing Period	Date of Payment	Form of Payment	Payment Amount	Retainer Balance
09/04/2018	08/01/2018-08/31/2018	09/04/2018	Application of Retainer	\$273,995.28	\$115,116.92
09/04/2018	09/01/2018-09/03/2018	09/04/2018	Application of Retainer	\$91,994.00	\$23,122.92
N/A	N/A	09/04/2018	Supplemental Retainer Deposit	\$300,000.00	\$323,122.92
09/05/2018	09/04/2018	09/05/2018	Application of Retainer	\$19,010.72	\$304,112.20
09/05/2018	09/04/2018	09/05/2018	Application of Retainer	\$10,000.00	\$294,112.20
09/05/2018	09/04/2018	09/05/2018	Application of Retainer	\$6,064.28	\$288,047.92
09/05/2018	09/04/2018-09/05/2018	09/05/2018	Application of Retainer	\$35,000.00	\$253,047.92

3. As of the Petition Date, there are no unpaid or outstanding KTB&S fees or expenses with respect to services provided to the Debtors.

4. Within the year prior to the Petition Date, KTB&S 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. KTB&S will seek approval for payment of compensation by filing the 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 orders of this Court.

6. The services to be rendered include all those services set forth in the *Debtors' Application, Pursuant to Section 327(a) of the Bankruptcy Code, Rule 2014 of the Federal Rules of Bankruptcy Procedure, and Local Rule 2014-1, for Entry of an Order Authorizing Employment and Retention of Klee, Tuchin, Bogdanoff & Stern LLP as Counsel for The Debtors and Debtors in Possession Nunc Pro Tunc to the Petition Date*, submitted concurrently herewith.

7. KTB&S further states that it has neither shared nor agreed to share (i) any compensation it has received or may receive with another party or person, other than with the partners, of counsel, and associates of KTB&S, or (ii) any compensation another person or party has received or may have received.

Dated: September 9, 2018

*/s/ Jonathan M. Weiss*

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