

**EXHIBIT A**

**Agam Declaration**

**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)

**DECLARATION OF AMIR AGAM**

1. I am a Senior Managing Director at FTI Consulting, Inc. and I am the Chief Restructuring Officer (“CRO”) for Open Road Films, LLC and its affiliated debtors and debtors in possession (the “Company” or the “Debtors”) in the above-captioned chapter 11 cases (the “Cases”). I submit this Declaration in support of the *Debtors’ Limited Objection to Richard Dutcher’s Motion for Relief from the Automatic Stay* (the “Limited Objection”).<sup>2</sup>

2. I am familiar with the day-to-day operations and business and financial affairs of the Debtors, having served in my current capacity as CRO for Open Road Films, LLC since August 3, 2018. All facts set forth in this Declaration are based on my personal knowledge, my communications with other members of the Debtors’ senior management, discussions with my colleagues who are also working on this matter, my review of relevant documents, or my opinion, based on my overall professional experience, in light of my personal knowledge of the

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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 used but not otherwise defined herein shall have the meaning ascribed to such terms in the Limited Objection.

Debtors' operations, business affairs, and financial condition. If called as a witness, I could and would competently testify to the matters set forth herein based on the foregoing.

3. The Debtor Insurance Policy provides for a \$50,000 self-insured retention (the "Self-Insured Retention"). A true and correct copy of the declarations page of the Debtor Insurance Policy is attached hereto as Exhibit 1.

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

Executed this 2nd day of November 2018 at Los Angeles, California.

By /s/ Amir Agam  
Amir Agam  
Chief Restructuring Officer

**Exhibit 1 to Agam Declaration**

**Debtor Insurance Policy Declarations Page**



**AXIS Insurance Company**  
**303 W. Madison, Suite 500, Chicago, Illinois 60606**  
**866-259-5435**

Policy No.: MCN000116451401  
 Renewal of MCN000116451301

## FILM & ENTERTAINMENT LIABILITY POLICY DECLARATIONS

**CLAIM EXPENSE** IS INCLUDED IN THE POLICY LIMIT AND SELF-INSURED RETENTION. THE LIMIT OF LIABILITY AVAILABLE TO PAY **DAMAGES** SHALL BE REDUCED AND MAY BE TOTALLY EXHAUSTED BY AMOUNTS INCURRED AS **CLAIM EXPENSE**. PLEASE READ YOUR POLICY CAREFULLY.

1. **Named Insured** and Address:  
 Open Road Releasing, LLC & Open Road Films, LLC  
 12301 Wilshire Boulevard, Suite 600  
 Los Angeles, CA 90064
2. Policy Period: From April 1, 2014 To April 1, 2015  
 12:01 A.M. standard time at the address of the **Named Insured** as shown above.
3. Policy Limits: \$ 10,000,000 **Each Loss**  
 \$ 10,000,000 Total Limit of Insurance
4. Self-Insured Retention \$ 50,000 **Each Loss**
5. Annual Premium: \$ 76,590.00 Minimum Premium: 100.00%  
 Policy Period Premium: \$ 76,590.00  
 State Surcharge/Tax: \$ 0.00

6. **Scheduled Production(s):**

Blanket for distribution of library titles by the Insured during the policy period.

7. Coverage Form: Film & Entertainment Liability Policy - FE-003 (7-09)

Endorsements and other forms attached to this policy:

1. Amendment to Coverage Agreement and Definition of Occurrence - FE-57 (7-09)
2. Anti-Stacking Amendatory Endorsement - FE-08B (7-09)
3. Crisis Management and Computer System Extortion Coverage Endorsement - FE-70 (4-10)
4. Declaratory Relief Action - Claim Expense Amendatory Endorsement - PRO MU DEC-REF (06-12)
5. Distribution Activities Coverage Endorsement - FE-53 (7-09)
6. Errors & Omissions - Standard Coverage Endorsement - FE-17 (10-10)
7. Joint Venture Endorsement - FE-28 (7-09)
8. Merchandising Licensing Endorsement - FE-31 (7-09)
9. Mitigation Expense Coverage Endorsement - FE-32 (7-09)
10. Security and Privacy Liability Coverage Endorsement - FE-69 (4-10)
11. Title and Music Coverage Endorsement for Film Libraries and Distributors - FE-71 (02-11)
12. California Amendatory Endorsement - CA-03 (8-10)