

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

In re

OPEN ROAD FILMS, LLC, a Delaware
limited liability company, *et al.*,¹

Debtors.

Chapter 11

Case No.: 18-12012 (LSS)

(Jointly Administered)

Ref. Docket Nos. 9, 160, 216, 217, 239, 300, 330, 360,
384, 404, 416, 432, & 461

**NOTICE OF (I) FILING OF (A) *FIFTH* SCHEDULE OF
PURCHASED TITLES AND (B) STALKING HORSE BIDDER'S *FOURTH* SCHEDULE
OF AVAILABLE CONTRACTS DESIGNATED AS ASSUMED CONTRACTS, AND
(II) FURTHER EXTENSION OF DESIGNATION CUT-OFF DATE**

PLEASE TAKE NOTICE THAT, on October 23, 2018, the above-captioned debtors and debtors (collectively, the “Debtors”) and OR Acquisition Co, LLC (the “Stalking Horse Bidder”) entered into that certain Asset Purchase Agreement, dated as of October 23, 2018, as amended (the “Stalking Horse Agreement”),² for the sale of substantially all of the Debtors’ assets.

PLEASE TAKE FURTHER NOTICE THAT, on November 3, 2018, the Debtors filed (i) a copy of an updated Schedule 1.1(b) to the Stalking Horse Agreement (the “Schedule 1.1(b)”) and (ii) a schedule of the Available Contracts designated by the Stalking Horse Bidder, pursuant to Section 2.8(a) of the Stalking Horse Agreement, as Assumed Contracts (the “Schedule of Assumed Contracts”) [Docket No. 300].

¹ 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.

² The Stalking Horse Agreement is attached to the *Notice of Filing of (I) Stalking Horse Agreement, (II) Summary of Proposed Bid Protections, and (III) Summary of Proposed Amendments to Bid Procedures Order* [Docket No. 216]. Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Stalking Horse Agreement.

PLEASE TAKE FURTHER NOTICE THAT, on November 16, 2018 and on November 21, 2018, the Debtors filed (i) copies of further updated versions of Schedule 1.1(b) and (ii) updated versions of the Schedule of Assumed Contracts [Docket Nos. 384 and 404].

PLEASE TAKE FURTHER NOTICE THAT attached hereto as **Exhibit A** is a further updated copy of Schedule 1.1(b) (the “Fifth Schedule 1.1(b)”).³

PLEASE TAKE FURTHER NOTICE THAT attached hereto as **Exhibit C** is a further updated Schedule of Assumed Contracts (the “Fourth Schedule of Assumed Contracts”).⁴

PLEASE TAKE FURTHER NOTICE THAT that, except as otherwise provided for in the Sale Order and notwithstanding the inclusion of an Available Contract on the Fourth Schedule of Assumed Contracts, the Debtors and the Stalking Horse Bidder have further extended the Designation Cut-Off Date under the Stalking Horse Agreement until **December 19, 2018 at 12:00 p.m. (ET)** for the Available Contracts set forth on **Exhibit E** attached hereto (the “Schedule of Extended Contracts”).

PLEASE TAKE FURTHER NOTICE THAT all rights of the Debtors and the Stalking Horse Bidder under the Stalking Horse Agreement are reserved, including, without limitation, to amend, supplement, or otherwise modify the Fifth Schedule 1.1(b), the Fourth Schedule of Assumed Contracts, and the Schedule of Extended Contracts.

³ For ease of reference, attached hereto as **Exhibit B** is a comparison of the Fifth Schedule 1.1(b) marked against the previous version.

⁴ For ease of reference, attached hereto as **Exhibit D** are the pages of the Fourth Schedule of Assumed Contracts with changes from the previous version. Bolded font indicates a contract has been added to the Fourth Schedule of Assumed Contracts and strike-through font indicates a contract has been removed from the Fourth Schedule of Assumed Contracts. For the avoidance of any confusion or doubt, the numbers identified on the left-hand side of the Fourth Schedule of Assumed Contracts under the column titled “#” are *not* intended to correspond to the numbers identified on the left-hand side of the exhibits attached to the *Notice of Proposed Assumption and Assignment of Executory Contracts and Unexpired Leases* [Docket No. 172] and the *Notice of Filing of Schedule of Contracts With Amended Cure Amounts* [Docket No. 248] under the columns titled “#”.

Dated: December 18, 2018

/s/ Ian J. Bambrick

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