

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

	:	Chapter 11
In re:	:	
	:	Case No. 18-12012 (LSS)
OPEN ROAD FILMS, LLC, a Delaware	:	
limited liability company, <i>et al.</i> , ¹	:	(Jointly Administered)
	:	
Debtors.	:	Ref. Docket Nos. 160, 216, & 425

**NOTICE OF FILING OF PROPOSED SECOND AMENDMENT
TO STALKING HORSE AGREEMENT**

PLEASE TAKE NOTICE that, on October 23, 2018, the above-captioned debtors and debtors in possession (the “**Debtors**”) filed the *Notice of Filing of (I) Stalking Horse Agreement, (II) Summary of Proposed Bid Protections, and (III) Summary of Proposed Amendment to Bid Procedures Order* [Docket No. 216] (the “**Notice of Stalking Horse APA**”).² Attached thereto as Exhibit A was a stalking horse agreement, dated October 23, 2018 (the “**Stalking Horse APA**”).

PLEASE TAKE FURTHER NOTICE that, on December 4, 2018, the Debtors filed the *Notice of Filing of First Amendment to Stalking Horse Agreement* [Docket No. 425], which had attached thereto as Exhibit 1 an amendment, dated November 30, 2018, to the Stalking Horse APA.

PLEASE TAKE FURTHER NOTICE that attached hereto as **Exhibit 1** is a proposed second amendment, dated December 19, 2018, to the Stalking Horse APA.

PLEASE TAKE FURTHER NOTICE that the Debtors intend to seek entry of an order authorizing and approving the sale contemplated by the Stalking Horse APA, as amended, at the hearing currently scheduled for today, December 19, 2018, at 2:30 p.m. (ET) (the “**Hearing**”). The Debtors reserve all rights to modify the Stalking Horse APA and the amendments thereto prior to, at or after the Hearing.

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 1800 Century Park East, Suite 600, Los Angeles, California 90067.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Notice of Stalking Horse APA.

Dated: December 19, 2018

/s/ Robert F. Poppiti, Jr.

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