

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

In re:

VILLAGE ROADSHOW ENTERTAINMENT
GROUP USA INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 25-10475 (TMH)

(Jointly Administered)

**VERIFIED STATEMENT OF AD HOC GROUP OF ABS NOTEHOLDERS
PURSUANT TO BANKRUPTCY RULE 2019**

Pursuant to Rule 2019 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), certain holders of the Debtors’ 2.79% Series 2020-1 Class A Notes due 2050 (the “ABS Class A Notes”) as identified on Exhibit A hereto (collectively, the “Ad Hoc Group of ABS Noteholders”) hereby submit this verified statement (this “Verified Statement”), and, in support hereof, respectfully state as follows:

1. On or around March 26, 2025, the Ad Hoc Group of ABS Noteholders was formed and retained Wachtell, Lipton, Rosen & Katz (“Wachtell”) to represent them as counsel in connection with a potential restructuring of the outstanding debt obligations of the above-captioned debtors (collectively, the “Debtors”) and certain of their subsidiaries and affiliates.

2. On or around April 7, 2025, the Ad Hoc Group of ABS Noteholders retained Pashman Stein Walder Hayden, P.C. (“Pashman Stein”) as Delaware counsel.

3. As of the date of this Verified Statement, Wachtell and Pashman Stein represent (as that term is defined in Bankruptcy Rule 2019(a)(2)) only the Ad Hoc Group of ABS Noteholders,

¹ The last four digits of Village Roadshow Entertainment Group USA Inc.’s federal tax identification number are 0343. The mailing address for Village Roadshow Entertainment Group USA Inc. is 750 N. San Vicente Blvd., Suite 800 West, West Hollywood, CA 90069. Due to the large number of debtors in these cases, which are being jointly administered for procedural purposes only, a complete list of the Debtors and the last four digits of their federal tax identification is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent at <https://www.veritaglobal.net/vreg>.



comprised of certain holders of the ABS Class A Notes that are identified on **Exhibit A** hereto in connection with the above-captioned chapter 11 cases (the “**Chapter 11 Cases**”). In addition, as of the date of this Verified Statement, the Ad Hoc Group of ABS Noteholders, both collectively and through its individual members, does not represent or purport to represent any other entities in connection with the Chapter 11 Cases.

4. The information contained in **Exhibit A** is based upon information provided by the applicable members of the Ad Hoc Group of ABS Noteholders to Wachtell and Pashman Stein. Wachtell and Pashman Stein do not make any representation regarding such information. Neither Wachtell nor Pashman Stein owns, nor have they ever owned, any claims against or interests in the Debtors, except for claims for services rendered to the Ad Hoc Group of ABS Noteholders.

5. Nothing contained in this Verified Statement (or **Exhibit A** hereto) is intended to or should be construed to constitute (i) a waiver or release of any claims or interests against the Debtors by any member of the Ad Hoc Group of ABS Noteholders; (ii) consent to the jurisdiction of the Court over any matter; or (iii) an admission with respect to any fact or legal theory. Nothing herein should be construed as a limitation upon, or waiver of, any rights of any members of the Ad Hoc Group of ABS Noteholders to assert, file, and/or amend any claim or proof of claim filed in accordance with applicable law and any orders entered in these Chapter 11 Cases.

6. The information contained herein is provided only for the purpose of complying with Bankruptcy Rule 2019 and is not intended for any other use or purpose.

7. The Ad Hoc Group of ABS Noteholders, through its undersigned counsel, reserves the right to amend and/or supplement this Verified Statement in accordance with the requirements set forth in Bankruptcy Rule 2019 at any time in the future.

Dated: April 14, 2025
Wilmington, Delaware

Respectfully submitted,

PASHMAN STEIN WALDER HAYDEN, P.C.

/s/ Joseph C. Barsalona II

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-and-

WACHTELL, LIPTON, ROSEN, AND KATZ

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Counsel to the Ad Hoc Group of ABS Noteholders

EXHIBIT A

NAME	ADDRESS	NATURE AND AMOUNT OF DISCLOSABLE ECONOMIC INTEREST AS OF THE DATE HEREOF	
		DEBT	EQUITY
		ABS Class A Notes	No. Shares
Healthcare of Ontario Pension Plan Trust Fund	1 York St., Suite 1900 Toronto, ON, Canada M5J 0B6	\$54,506,816	0
Liberty Mutual Insurance Company and certain of its affiliates and managed funds	175 Berkeley St. Boston, MA 02116	\$10,364,471	0
Manulife Investment Management (US) LLC and certain of its managed funds and accounts	200 Bloor St. East Toronto, ON, Canada M4W 1E5	\$39,024,155	0
Pacific Life Insurance Company	700 Newport Ctr. Drive Newport Beach, CA 92660	\$13,626,704	0
	TOTALS	\$117,522,146	0

CERTIFICATE OF SERVICE

I, Joseph C. Barsalona II, hereby certify that on April 14, 2025, I caused a copy of the foregoing *Verified Statement of Ad Hoc Group of ABS Noteholders Pursuant to Bankruptcy Rule 2019* to be served on all parties who are scheduled to receive notice through the Court's ECF system.

PASHMAN STEIN WALDER HAYDEN, P.C.

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