

**IN THE UNITED STATES BANKRUPTCY 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)

Re: D.I. 1043

**WARNER BROS. ENTERTAINMENT INC.'S RESERVATION
OF RIGHTS REGARDING THE CURE OBJECTION DEADLINE
SET FORTH IN THE DERIVATIVE RIGHTS SALE ORDER**

Warner Bros. Entertainment Inc. and its affiliates (collectively, “Warner Bros.”) files this reservation of rights (the “Reservation of Rights”) in connection with the *Order (I) Approving the Sale of the Derivative Rights Free and Clear of Liens, Claims, Interests, and Encumbrances (II Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases in Connection Therewith, and (III) Granting Related Relief* [D.I. 1043] (the “Derivative Rights Sale Order”)² and Warner Bros.’ Cure Objection Deadline as set forth therein. In support of this Reservation of Rights, Warner Bros. respectfully states as follows:

I. RESERVATION OF RIGHTS

1. On November 12, 2025, the Court entered the Derivative Rights Sale Order. Paragraph 33(b) of that Order provides:

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>.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Derivative Rights Sale Order.



Within twenty-one (21) calendar days after entry of this Order (the “Cure Objection Deadline”), Warner Bros. shall file any objection that it may have to the Cure Amounts related to the Derivative Rights Agreements (a “Warner Bros. Objection”). In the event that Warner Bros. fails to file the Warner Bros. Objection on or before the Cure Objection Deadline, the Cure Amounts for the Derivative Rights Agreements shall be binding on Warner Bros. notwithstanding anything to the contrary set forth in Warner Bros. Assumption and Assignment Procedures. Provided however, for the avoidance of doubt, the foregoing requirements and provisions including the Cure Objection Deadline and Warner Bros. Objection shall not apply to: (i) rights, claims and defenses related to Matrix 4/Matrix Resurrections, including the claims covered by the Matrix Arbitration; provided, however, that the Matrix 4/Matrix Resurrections constitutes an Unfunded Picture and the Buyer reserves all rights in connection with the Derivative Rights associated therewith, including that payment made to Warner Bros. in connection with the Matrix Arbitration constitutes a Cure Amount for such Unfunded Picture; (ii) any rights, claims, and defenses related to the Wonka Dispute or the PM2 Dispute (as defined in the APA); (iii) the Warner Bros. Reserve; and (iv) the Cured Obligations as defined and provided for in the Library Sale Order (as defined below).

Derivative Rights Sale Order ¶ 33(b).

2. The APA affixed to the Derivative Rights Sale Order defines the “Purchased Unfunded Pictures Derivative Rights” as “all of each Seller’s entire worldwide right title and interest in and to the Derivative Rights in each of the Unfunded Pictures.” D.I. 1043-1, APA p. 10. It further defines the “Unfunded Pictures” to include the following Warner Bros. motion pictures: “*Furiosa: A Mad Max Saga* [“Furiosa”], *Joker: Folie à Deux* [“Joker 2”], and *The Matrix Resurrections* [“Matrix IV”]. *Id.*, APA at p. 12.

3. Paragraph 33(a) of the Derivative Rights Sale Order provides, in relevant part, that “[n]otwithstanding the terms of the Sale Motion, the APA, this Order, and any of the transactions authorized hereby, nothing herein or therein shall: limit Warner Bros.’ rights to enforce contractual terms against the Buyer, ***including all rights of recoupment***, defense . . . and deduction.” *Id.* at p. 33, ¶ 33(a)(ii) (emphasis added). It further provides, in part, that “nothing [in the Derivative Rights Sale Order] or [the Sale Motion, the APA . . .] . . . shall expand the Debtors’ rights and interests in

the Derivative Rights (including, for the avoidance of doubt, the Debtors' interest in the Purchased Unfunded Pictures Derivative Rights, if any)." *Id.* at p. 34, ¶ 33(a)(viii).

4. Although Warner Bros. sent the Debtors a Project Notice (as defined in the Derivative Rights Agreements) in connection with *Furiosa* and *Joker 2* that the Debtors purported to accept, the Debtors ultimately did not co-finance those films and lost all rights to do so. Thus, the Debtors have no rights in either of those two pictures.³

5. Notwithstanding the foregoing, Warner Bros. submits this Reservation of Rights out of an abundance of caution to preserve its rights in connection with those films, including its right to recoup against any related claim by the Buyer the Debtors' unpaid co-finance share for *Furiosa* and *Joker 2*, in the event the Buyer takes the position that the Debtors had rights in those two pictures that could be conveyed that the Buyer may otherwise seek to exploit. Warner Bros. reserves all rights and defenses with respect to *Matrix IV/Matrix Resurrections* and the *Matrix* Arbitration, as provided in the Derivative Rights Sale Order. Warner Bros. further reserves all objections it has to claims that may be asserted by Buyer (including recoupment) with respect to the Unfunded Pictures and all such other rights preserved under the Derivative Rights Sale Order.

6. Warner Bros. also files this Reservation of Rights to ensure that nothing therein impairs its substantive rights, including but not limited to Warner Bros.' ability to have its claims determined in the pending arbitrations (including those related to *Matrix IV/Matrix Resurrections*, the *Wonka* Dispute and the *PM2* Dispute), or its right to have its objections to the Sale Motion

³ *Matrix IV* is the subject of a pending arbitration proceeding to determine the amount of Warner Bros.' damages in connection therewith. It is also carved out from the Cure Objection Deadline. *See supra*, ¶ 1. The Warner Bros. Reserve (as defined in the DIP Order) has been set aside to reserve for payment of Warner Bros.' damages related to *Matrix IV*. Warner Bros. reserves all rights, as also set forth therein.

heard on appeal. Warner Bros. expressly reserves all rights to amend or supplement this Reservation of Rights at any time.

7. In addition, nothing contained herein is intended to be or shall be deemed as a waiver of Warner Bros.' rights under the Bankruptcy Code or any other applicable non-bankruptcy law, including its rights to (a) move to withdraw the reference from this Court; (b) contest the jurisdiction of this Court; (c) contest whether any matter constitutes a core proceeding; (d) contest the entry of final orders or judgments by this Court; (e) pursue its appeal of the Derivative Rights Sale Order or any other appeal; or (f) demand or seek arbitration or a trial by jury with respect to any of its claims.

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Dated: December 3, 2025
Wilmington, Delaware

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and its Affiliates*

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a copy of the foregoing document and any corresponding attachments were served this 3rd day of December, 2025 by using the Court's electronic filing system and notice of this filing will be sent to all counsel of record receiving electronic notice by such system, including upon counsel for the Debtors and Alcon.

/s/ Casey B. Sawyer

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