

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

In re Village Roadshow Entertainment
Group USA Inc., *et al.*

Bankruptcy Case No. 25-10475 (TMH)

Regency Entertainment (USA), Inc.,

Civil Action No. 25-cv-01444 (CFC)

Appellant,

v.

Village Roadshow Entertainment
Group USA Inc., *et al.*,

Appellees.

**APPELLEES' COUNTERSTATEMENT
OF ISSUES ON APPEAL AND DESIGNATION OF
ADDITIONAL ITEMS TO BE INCLUDED IN THE RECORD**

The above-captioned debtors and debtors in possession (collectively, the “Appellees” or the “Debtors”), pursuant to Rule 8009 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), as supplemented by Rule 8009-1 of the Local Rules of the United States Bankruptcy Court for the District of Delaware (the “Local Bankruptcy Rules”) and in accordance with this Court’s standing order regarding *Designations of Record in Bankruptcy Appeals* (the “Standing Order”), respectfully submit this counterstatement of issues on appeal and designation of additional items to be included in the record on appeal (this “Counterstatement”) with respect to the appeal by Regency Entertainment (USA), Inc. (the “Appellant” or “Regency”) from 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 [Bankr. Dkt. 1043] (the “Sale Order”)¹ entered on November 12, 2025 by the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”), which adopts by reference the Bankruptcy Court’s *Memorandum Opinion* [Bankr. Dkt. 1027] issued on November 5, 2025.

COUNTERSTATEMENT OF THE ISSUES ON APPEAL

1. Whether the Bankruptcy Court correctly determined that the Debtors’ Derivative Rights Agreement with Regency is not an unassignable personal services contract under 11 U.S.C. § 365(c)(1) and applicable California law.

ADDITIONAL ITEMS TO BE INCLUDED IN THE RECORD ON APPEAL

2. Appellees hereby designate the following additional items to be included in the record on appeal:

Item No.	Description	Bankr. Dkt. No.
1.	[SEALED] W. Smith Deposition Transcript (October 8, 2025)	N/A

¹ Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Sale Order. The Appellees are also filing this Counterstatement with the Bankruptcy Court contemporaneously herewith in accordance with Bankruptcy Rule 8009(a)(1).

RESERVATION OF RIGHTS

3. The Appellees expressly reserve, and do not waive, the right to amend, supplement, or otherwise modify the foregoing designations and statements of issues on appeal, and/or to object to or move to strike the items designated for inclusion in the record on appeal by other parties. This filing is made expressly subject to, and without waiver of, any and all rights, remedies, challenges, and objections.

Dated: December 29, 2025
Wilmington, Delaware

/s/ Joseph M. Mulvihill

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