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October 31, 2025

VIA ECF

The Honorable Lewis J. Liman
United States District Court, Southern District of New York
500 Pearl Street
New York, New York 10007

Re: Lively v. Wayfarer Studios, LLC, et al., Case No. 1:24-cv-10049

Dear Judge Liman:

Ms. Lively respectfully moves the Court to sanction Defendant Melissa Nathan pursuant to Rule 37 of the Federal Rules of Civil Procedure for failure to comply with the Court's August 27, 2025 order compelling the correction and production of certain materials, including but not limited to documents bearing improper redactions. *See* Dkt. No. 711 at 2 (the "Order"). In her document productions subject to the Order, Ms. Nathan produced documents bearing revised text box redactions, which exposed over 35 documents bearing impermissibly broad non-responsive redactions (the "Challenged Documents").¹ Ms. Nathan traded one deficiency for another, and in doing so, failed to "address [her] improper redactions," as the Court directed. *Id.* at 3. The Court should enter an order directing Ms. Nathan to produce unredacted copies of the Challenged Documents, and to reimburse Ms. Lively for all reasonable attorneys' fees and costs incurred by Ms. Nathan's failure to comply with the Order.

Section IV(4)(a) of the Joint Stipulation on the Protocol for Discovery of Electronically-Stored Information and Hard Copy Documents (Dkt. No. 212, the "ESI Stipulation") outlines the circumstances under which a party in the above-captioned action may apply redactions to produced documents. Dkt. No. 212 at 17–18. As set forth in Section IV(4)(a), where a document contains "material that (i) is not relevant per Fed. R. Evid. 401, or (ii) includes a mix of responsive and non-responsive material, the Producing Party may . . . *redact the non-responsive material . . . and produce the responsive content.*" *Id.* (emphasis added). The ESI Stipulation further specifies how redactions should appear, instructing that any non-responsive ("NR") redactions should make "clear the reason for the redaction" using text-box redactions, and that "Personally Identifiable Information shall be redacted with a black box." *Id.*

¹ Ms. Nathan produced certain documents in response to Ms. Lively's omnibus motion to compel ("MTC") but before the Order, as previewed in the opposition to Ms. Lively's MTC filed by Justin Baldoni, Jamey Heath, Steve Sarowitz, Wayfarer Studios LLC, Ms. Nathan, Jennifer Abel, and The Agency Group PR LLC ("Wayfarer Defendants") on August 11, 2025. *See* Dkt. No. 610 at 13. For purposes of this motion, Ms. Lively refers to those documents and others produced after the Order as subject to the Order. A compendium of the Challenged Documents subject to the Order is affixed hereto as Ex. A.

In the Order, the Court directed Ms. Nathan to correct her “improper redactions” under the ESI Stipulation, including by modifying redactions in prior productions to “replace black box redactions with text box redactions indicating the reason for the redaction.” Dkt. No. 711 at 2.² On August 14, 2025, in advance of the Order but in response to the MTC, Ms. Nathan reproduced production volumes 2 and 4, which included documents previously redacted with black-box redactions, with documents bearing new text-box redactions. Bender Decl. ¶ 3.³ Still, 39 of the documents reproduced with NR redactions bear improperly overbroad redactions, and therefore failed to comply with the ESI Stipulation and the Order. *Id.* Many documents Ms. Nathan produced in production volumes 6, 7 and 8 suffer from the same and other deficiencies. *See* Bender Decl. ¶ 4.⁴ For instance, in some cases, it was apparent that Ms. Nathan’s NR redactions were overbroad because other parties or third parties produced unredacted versions of the same documents that revealed plainly relevant and responsive material obscured by Ms. Nathan’s redactions. *Id.* Compare Ex. I at 7 [REDACTED]

[REDACTED] with Ex. J (redacting the same text as NR). Compare Ex. K at 4 [REDACTED]

[REDACTED] with Ex. L (redacting the same as NR). Compare Ex. M at 6 [REDACTED]

[REDACTED] with Ex. N (redacting the same as NR). In other cases, Ms. Nathan applied NR redactions so broadly that the underlying document was essentially unreadable, a reality Ms. Nathan acknowledged herself during her depositions.⁵

On September 24, 2025—in advance of Ms. Nathan’s deposition—counsel for Ms. Lively conferred with counsel for the Wayfarer Defendants regarding Ms. Nathan’s improper NR redactions, among other deficiencies. Bender Decl. ¶ 6. Counsel for the Wayfarer Defendants advised that they were “not prepared” to discuss Ms. Nathan’s redactions at the time of the parties’

² The Order also compelled the production of Ms. Nathan’s phone records, *see* Dkt. No. 711 at 2, and materials responsive to Ms. Lively’s requests for production seeking, *inter alia*, communications with media outlets, social-media accounts and concerning the “Digital Campaign,” through February 18, 2025. *Id.* at 6–8, 11 (citations omitted).

³ References to “Bender Decl.” refer to the Declaration of Kristin E. Bender In Support of Plaintiff’s Motion for Sanctions Against Defendant Nathan, dated October 31, 2025, filed contemporaneously herewith. References to “Ex.” refer to exhibits affixed to the Bender Decl.

⁴ In addition to violating the Order by virtue of bearing overbroad redactions, the Challenged Documents in Ms. Nathan’s production volumes 6, 7, and 8, produced August 23, 2025, September 8, 2025, and September 12, 2025, respectively, violate the Court’s mandate that Ms. Nathan (i) produce her phone records from May 1, 2024 onward, *see* Ex. C (phone records, dated November 22, 2024 through December 21, 2024, bearing NR redactions on all entries preceding December 19, 2024); and (ii) produce responsive documents post-dating December 20, 2024 through February 18, 2025, including by not limited to communications with media outlets, *see, e.g.*, Exs. D at 60 (redacted attachment to [REDACTED], E (redacted text messages with [REDACTED]

[REDACTED], F (redacted text messages with [REDACTED],

G (redacted communications regarding the [REDACTED],

H (redacted text messages with [REDACTED],

[REDACTED]. *See also* Bender Decl. ¶ 5.

⁵ *See, e.g.*, Exs. O at 271:11–272:16 [REDACTED]

[REDACTED]; P at 383:5–11 [REDACTED]

conferral. *Id.* See also Ex. B at 4. Having heard nothing from counsel for the Wayfarer Defendants, on October 16, 2025, counsel for Ms. Lively followed up to request confirmation that Ms. Nathan would reproduce the flagged documents without NR redactions. Counsel for the Wayfarer Defendants did not respond. Bender Decl. ¶ 7. Undersigned counsel attempted to confer once more on October 22, 2025. *Id.* ¶ 8. On October 23, 2025, counsel for the Wayfarer Defendants summarily stated Ms. Lively's contentions were untimely and advised that they would not revise their redactions.⁶

The Court should exercise its "broad discretion" to sanction Ms. Nathan pursuant to Rule 37(b)(2)(A) for failing to address her improper redactions as required by the Order. *Accettola v. Mei He*, No. 23-CV-1983 (LJL), 2024 WL 3274436, at *3 (S.D.N.Y. July 1, 2024); see Fed. R. Civ. P. 37(b)(2)(A) (enumerating sanctions if a party "fails to obey an order to provide or permit discovery"). "The discovery provisions of the Federal Rules of Civil Procedure are 'designed to achieve disclosure of all the evidence relevant to the merits of a controversy'" and when "a party seeks to frustrate this design by disobeying discovery orders, thereby preventing disclosure of facts essential to an adjudication on the merits, severe sanctions are appropriate." *Wager v. G4S Secure Integration, LLC*, No. 19-CV-3547 (MKV) (KNF), 2021 WL 5304321, at *5 (S.D.N.Y. Nov. 15, 2021) (citation omitted). Ms. Nathan has sought to do just that, offering no explanation for her violation of the Order and the ESI Stipulation. She is confirmed to have redacted as NR material regarding the Digital Campaign, e.g., NATHAN_000000885, and she does not dispute that the same issues plague other material that exclusively she has produced and redacted as NR. If Ms. Nathan's noncompliance stands, she will have successfully deprived Ms. Lively of relevant and responsive material necessary for Ms. Lively to prosecute her claims, and needlessly wasted this Court's time and resources. The Court should not "reward [Ms. Nathan] for [her] own misconduct." *Barbera v. Grailed, LLC*, No. 24-CV-3535 (LJL), 2025 WL 2098635, at *11 (S.D.N.Y. July 25, 2025).

Accordingly, the Court should order Ms. Nathan to reproduce the Challenged Documents without redactions within a week of the Court's order and reimburse Ms. Lively for reasonable attorneys' fees and expenses incurred by Ms. Nathan's failure to comply with the Order, including but not limited to those associated with the instant motion and correspondence regarding Ms. Nathan's discovery deficiencies. See *Martinenko v. 212 Steakhouse, Inc.*, No. 22-CV-518 (JLR) (RWL), 2023 WL 2919559, at *2-3, *16 (S.D.N.Y. Apr. 12, 2023), *report and recommendation adopted*, 2023 WL 11938820, at *1-2 (S.D.N.Y. Apr. 27, 2023) (compelling production of improperly withheld discovery and ordering reimbursement of attorneys' fees and costs); *Commodity Futures Trading Comm'n v. Royal Bank of Can.*, No. 12 Civ. 2497 (AKH), 2014 WL 1259773, at *1 (S.D.N.Y. Mar. 28, 2014) (same); *Gardner-Alfred v. Fed. Rsrv. Bank of N.Y.*, No. 22-CV-01585 (LJL), 2023 WL 3495091, at *16 (S.D.N.Y. May 17, 2023), *aff'd*, 143 F.4th 51 (2d Cir. 2025) (awarding attorneys fees' and expenses where opposing party's repeated failure to comply with court orders and discovery obligations "resulted in a waste of Court time and resources as well as [moving party's] time and resources.").

⁶ On October 27, 2025, counsel for Ms. Lively requested confirmation from counsel for the Wayfarer Defendants that Ms. Nathan would reproduce an additional document bearing overly broad NR redactions in Ms. Nathan's August 14, 2025 reproduction. Counsel for the Wayfarer Defendants has not responded. See Ex. B at 1; Bender Decl. ¶ 9.

Respectfully submitted,

/s/ Michael J. Gottlieb

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Attorneys for Blake Lively

DECLARATION

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

BLAKE LIVELY,

Plaintiff,

v.

WAYFARER STUDIOS LLC, et al,

Defendants.

No. 24-cv-10049-LJL (lead case)
No. 25-cv-449 (LJL) (member case)

JENNIFER ABEL,

Third-Party Plaintiff,

v.

JONESWORKS LLC,

Third-Party Defendant.

WAYFARER STUDIOS LLC, et al.,

Consolidated Plaintiffs,

v.

BLAKE LIVELY, et al.

Consolidated Defendants.

**DECLARATION OF KRISTIN E. BENDER IN SUPPORT OF BLAKE LIVELY’S
LETTER FOR RULE 37 SANCTIONS**

I, Kristin E. Bender, pursuant to 28 U.S.C. § 1746, declare as follows:

1. I am an attorney admitted before this Court, a partner at the law firm of Willkie Farr & Gallagher LLP, 1875 K Street NW, Washington, DC 20006, and counsel of record for Ms. Lively in the above-captioned action.

2. I respectfully submit this declaration in support of Ms. Lively's Letter for Rule 37 Sanctions for Melissa Nathan (the "Sanctions Motion").

3. On August 14, 2025, Ms. Nathan reproduced 59 documents originally bearing black-box redactions from production volumes NATHAN_002 and NATHAN_004 with copies bearing text-box redactions. 39 of the 59 reproduced documents bear overbroad non-responsive ("NR") redactions.

4. On August 23, 2025, Ms. Nathan produced production volume NATHAN_006. On September 8, 2025, Ms. Nathan produced production volume NATHAN_007. On September 12, 2025, Ms. Nathan produced production volume NATHAN_008. Numerous documents across these productions reflected overbroad NR redactions. My colleagues identified many of the overbroad NR redactions when cross-referencing Ms. Nathan's productions against other party and non-party productions. Cross-referencing Ms. Nathan's productions against various other party and non-party productions demonstrated that Ms. Nathan had redacted as NR relevant and responsive material that others produced.

5. Production volumes NATHAN_006, NATHAN_007, NATHAN_008 do not contain (i) Ms. Nathan's phone records from May 1, 2024 onward, or (ii) responsive documents post-dating December 20, 2024 through February 18, 2025, including but not limited to communications with media outlets, as required by the Court's August 27, 2025 Order, Dkt. No. 711.

6. On September 24, 2025, my colleague, Michaela Connolly of Willkie Farr & Gallagher LLP, met and conferred with counsel for Justin Baldoni, Jamey Heath, Steve Sarowitz, Wayfarer Studios LLC, Ms. Nathan, Jennifer Abel, and The Agency Group PR LLC (the "Wayfarer Defendants") regarding several of their production deficiencies. I am informed

and believe that Ms. Connolly conveyed to counsel for the Wayfarer Defendants concerns regarding Ms. Nathan's improper NR redactions.

7. On October 16, 2025, Ms. Connolly followed up with counsel for the Wayfarer Defendants via email to request confirmation that Ms. Nathan would reproduce specifically identified documents without NR redactions. Counsel for the Wayfarer Defendants did not respond.

8. On October 22, 2025, counsel for Ms. Lively attempted to confer once more with the Wayfarer Defendants regarding Ms. Nathan's reproduction. On October 23, 2025, counsel for the Wayfarer Defendants replied, summarily stating that Ms. Lively's contentions were untimely and advising that they would not revise the NR redactions affixed to Ms. Nathan's documents.

9. On October 27, 2025, Ms. Connolly followed up with counsel for the Wayfarer Defendants to confirm that Ms. Nathan would reproduce an additional document bearing overbroad NR redactions, bates stamped NATHAN_000002016, and produced in Ms. Nathan's August 14, 2025 reproduction. Counsel for the Wayfarer Defendants have not responded.

10. A compendium of the documents subject to the Sanctions Motion is attached hereto as Exhibit A.

11. A true and correct copy of an email chain between Ms. Lively's counsel and counsel for the Wayfarer Defendants, dated September 23, 2025, through October 27, 2025, is attached hereto as Exhibit B.

12. A true and correct copy of Ms. Nathan's partially redacted phone records, dated November 22, 2024 through December 21, 2024, bearing the bates number NATHAN_000005580, is attached hereto as Exhibit C.

13. A true and correct copy of a text message chain dated December 31, 2024, together with its attachments, bearing the bates range NATHAN_000027606–NATHAN_000027697, is attached hereto as Exhibit D.

14. A true and correct copy of a partially redacted text message chain dated January 14, 2025, bearing the bates number NATHAN_000027790, is attached hereto as Exhibit E.

15. A true and correct copy of a partially redacted text message chain dated January 15, 2025, bearing the bates number NATHAN_000027796, is attached hereto as Exhibit F.

16. A true and correct copy of a partially redacted text message chain dated January 16, 2025, bearing the bates number NATHAN_000026751, is attached hereto as Exhibit G.

17. A true and correct copy of a partially redacted text message chain dated January 21, 2025, bearing the bates number NATHAN_000027816, is attached hereto as Exhibit H.

18. A true and correct copy of a text message chain, with the end date of August 15, 2024, bearing the bates number BBKOSLOW-000002400, is attached hereto as Exhibit I.

19. A true and correct copy of a partially redacted text message chain dated August 15, 2024, bearing the bates number NATHAN_000000885, is attached hereto as Exhibit J.

20. A true and correct copy of a text message chain dated August 7, 2024, bearing the bates number BBKOSLOW-000001852, is attached hereto as Exhibit K.

21. A true and correct copy of a partially redacted text message chain dated August 7, 2024, bearing the bates number NATHAN_000000426, is attached hereto as Exhibit L.

22. A true and correct copy of a text message chain, with the end date of August 16, 2024, bearing the bates number JONESWORKS_00016364, is attached hereto as Exhibit M.

23. A true and correct copy of a partially redacted text message chain dated August 16, 2025, bearing the bates number NATHAN_000002313, is attached hereto as Exhibit N.

24. A true and correct copy of an excerpted portion of Ms. Nathan's deposition transcript, dated September 29, 2025, is attached hereto as Exhibit O.

25. A true and correct copy of an excerpted portion of Ms. Nathan's deposition transcript, dated September 30, 2025, is attached hereto as Exhibit P.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

Dated: October 31, 2025

/s/ Kristin E. Bender
Kristin E. Bender

CHALLENGED DOCUMENTS
(Exhibit A)

Challenged Document	Date of Production
NATHAN_000000426	August 14, 2025
NATHAN_000000515	August 14, 2025
NATHAN_000000526	August 14, 2025
NATHAN_000000885	August 14, 2025
NATHAN_000001158	August 14, 2025
NATHAN_000001247	August 14, 2025
NATHAN_000001930	August 14, 2025
NATHAN_000001942	August 14, 2025
NATHAN_000002110	August 14, 2025
NATHAN_000002313	August 14, 2025
NATHAN_000002493	August 14, 2025
NATHAN_000002515	August 14, 2025
NATHAN_000002524	August 14, 2025
NATHAN_000000509	August 14, 2025
NATHAN_000001361	August 14, 2025
NATHAN_000001736	August 14, 2025
NATHAN_000001772	August 14, 2025
NATHAN_000001780	August 14, 2025
NATHAN_000001795	August 14, 2025
NATHAN_000001936	August 14, 2025
NATHAN_000002016	August 14, 2025
NATHAN_000002108	August 14, 2025
NATHAN_000002356	August 14, 2025
NATHAN_000002410	August 14, 2025
NATHAN_000002462	August 14, 2025
NATHAN_000002575	August 14, 2025
NATHAN_000002694	August 14, 2025
NATHAN_000002717	August 14, 2025
NATHAN_000002926	August 14, 2025
NATHAN_000002941	August 14, 2025
NATHAN_000002016	August 14, 2025
NATHAN_000003535	August 14, 2025
NATHAN_000003599	August 14, 2025
NATHAN_000005580	August 22, 2025
NATHAN_000026751	September 8, 2025
NATHAN_000027606	September 12, 2025
NATHAN_000027790	September 12, 2025
NATHAN_000027796	September 12, 2025
NATHAN_000027816	September 12, 2025

EXHIBIT B

From: Connolly, Michaela
Sent: Monday, October 27, 2025 8:38 PM
To: Jason Sunshine; Miles Cooley; Cortni Davis; Jose Perez; mitra@ahouraianlaw.com; Chip Babcock; Kim Zeldin
Cc: Gottlieb, Michael; Hudson, Esra; Bender, Kristin; Theresa Troupson; Joel Glover; Nicholas Inns; Local KAF. Counsel; Bryan Freedman; Kristin Tahler; Maaren Shah; Morgan Anastasio; Local MS. Counsel; Summer Benson; Vaneta Birtha; Nathan, Aaron E.; Meryl Governski; Roeser, Stephanie; Bruno, Matthew; Taustine, Melissa; Climaco, Katelyn
Subject: RE: Lively v. Wayfarer, et al, No. 24-cv-10049

Counsel,

Thanks for the below confirmation. We disagree with the assertion of untimeliness and reserve all rights with respect to the same. We would also appreciate if you could confirm by EOD tomorrow whether Ms. Nathan will reproduce NATHAN_000002016, which was inadvertently omitted from Ms. Lively's original list of NR redacted documents, with revised and narrowed redactions.

Best,
Michaela

Michaela Connolly
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Pronouns: she, her, hers

From: Jason Sunshine <jsunshine@lftcllp.com>
Sent: Thursday, October 23, 2025 8:12 PM
To: Connolly, Michaela <MConnolly@willkie.com>; Miles Cooley <mcooley@lftcllp.com>; Cortni Davis <cdavis@lftcllp.com>; Jose Perez <jperez@lftcllp.com>; mitra@ahouraianlaw.com; Chip Babcock <cbabcock@jw.com>; Kim Zeldin <kzeldin@lftcllp.com>
Cc: Gottlieb, Michael <MGottlieb@willkie.com>; Hudson, Esra <EHudson@manatt.com>; Bender, Kristin <KBender@willkie.com>; Theresa Troupson <ttroupson@lftcllp.com>; Joel Glover <jglover@jw.com>; Nicholas Inns <nicholasinns@quinnemanuel.com>; Local KAF. Counsel <kaf@msf-law.com>; Bryan Freedman <bfreedman@lftcllp.com>; Kristin Tahler <kristintahler@quinnemanuel.com>; Maaren Shah <maarensah@quinnemanuel.com>; Morgan Anastasio <morgananastasio@quinnemanuel.com>; Local MS. Counsel <ms@msf-law.com>; Summer Benson <sbenson@lftcllp.com>; Vaneta Birtha <vbirtha@lftcllp.com>; Nathan, Aaron E. <ANathan@willkie.com>; Meryl Governski <mgovernski@dirllp.com>; Roeser, Stephanie <SRoeser@manatt.com>; Bruno, Matthew <MBruno@manatt.com>; Taustine, Melissa <MTaustine@willkie.com>; Climaco, Katelyn <KClimaco@manatt.com>
Subject: RE: Lively v. Wayfarer, et al, No. 24-cv-10049

*** EXTERNAL EMAIL ***

Counsel:

As you are aware, under the operative scheduling order, fact discovery closed on September 30, 2025, with limited inapplicable exceptions. See ECF No. 425. In its order, the Court outlined two separate deadlines for motions to compel, both of which have lapsed: August 1, 2025 (later extended to August 4, 2025) for any motions regarding party document productions in response to requests outstanding as of July 15, 2025, and August 22, 2025 for any motions regarding non-party productions and responses to discovery requests not issued as of July 15, 2025.

The following documents on your list were produced on July 16:

NATHAN_000000426; NATHAN_000000509; NATHAN_000000515; NATHAN_000000526; NATHAN_000000885; NATHAN_000001158; NATHAN_000001247; NATHAN_000001930; NATHAN_000001942; NATHAN_000002110; NATHAN_000002313; NATHAN_000002493; NATHAN_000002515; NATHAN_000002524; NATHAN_000001361; NATHAN_000001736; NATHAN_000001772; NATHAN_000001780; NATHAN_000001795; NATHAN_000001936; NATHAN_000002016; NATHAN_000002108; NATHAN_000002356; NATHAN_000002410; NATHAN_000002462; NATHAN_000002575; NATHAN_000002694; NATHAN_000002717; NATHAN_000002926; NATHAN_000002941

And the following documents on your list were produced on July 25:

NATHAN_000003535; NATHAN_000003599

The deadline to move to compel on such documents has long since elapsed. The only documents left to discuss are the following:

August 22:

NATHAN_000005580

September 8:

NATHAN_000026751

September 12:

NATHAN_000027548; NATHAN_000027606; NATHAN_000027715; NATHAN_000027790; NATHAN_000027796; NATHAN_000027816

We have re-reviewed the redactions in those documents and stand by them. I am happy to discuss further if you would like.

Thanks,
Jason

Jason H. Sunshine, Esq.
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Web: www.lftcllp.com



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From: Connolly, Michaela <MConnolly@willkie.com>

Sent: Wednesday, October 22, 2025 8:22 PM

To: Theresa Troupson <ttroupson@lftcllp.com>; Joel Glover <jglover@jw.com>; Nicholas Inns <nicholasinns@quinnemanuel.com>; Local KAF. Counsel <kaf@msf-law.com>; Bryan Freedman <bfreedman@lftcllp.com>; Kristin Tahler <kristintahler@quinnemanuel.com>; Maaren Shah <maarenschah@quinnemanuel.com>; Morgan Anastasio <morgananastasio@quinnemanuel.com>; Local MS. Counsel <ms@msf-law.com>; Amit Shertzer <as@msf-law.com>; Summer Benson <sbenson@lftcllp.com>; Vaneta Birtha <vbirtha@lftcllp.com>; Miles Cooley <mcooley@lftcllp.com>; Cortni Davis <cdavis@lftcllp.com>; Jose Perez <jperez@lftcllp.com>; Jason Sunshine <jsunshine@lftcllp.com>; mitra@ahouraianlaw.com; Chip Babcock <cbabcock@jw.com>; Kim Zeldin <kzeldin@lftcllp.com>

Cc: Gottlieb, Michael <MGottlieb@willkie.com>; Hudson, Esra <EHudson@manatt.com>; Bender, Kristin <KBender@willkie.com>; Nathan, Aaron E. <ANathan@willkie.com>; Meryl Governski <mgovernski@dirllp.com>; Roeser, Stephanie <SRoeser@manatt.com>; Bruno, Matthew <MBruno@manatt.com>; Taustine, Melissa <MTaustine@willkie.com>; Climaco, Katelyn <KClimaco@manatt.com>

Subject: RE: Lively v. Wayfarer, et al, No. 24-cv-10049

Counsel,

We write regarding Ms. Nathan's continued failure to produce unredacted copies of the improperly redacted documents enumerated below, all of which violate the parties' Joint Stipulation on the Protocol for Discovery of Electronically-Stored Information and Hard Copy Documents (Dkt. No. 212) and the Court's August 27, 2025 order granting in part and denying in part Ms. Lively's motion to compel (Dkt. No. 711). It has been over three weeks since we previously conferred on these issues, and absent your response by 5:00 p.m. ET tomorrow, either confirming that you will produce these documents with revised and narrowed redactions, or your substantive countervailing position as to why doing so is not required, we will be seeking relief from the Court. To be clear, any form of relief Ms. Lively may seek stems from Ms. Nathan's failure to comply with the Court's August 27, 2025 order, which the Court decided on Ms. Lively's appropriately-timed omnibus motion to compel, dated August 4, 2025 (Dkt. No. 553), and related briefing.

We can be available to discuss tomorrow as needed.

Best,
Michaela

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Pronouns: she, her, hers

From: Connolly, Michaela <MConnolly@willkie.com>

Sent: Thursday, October 16, 2025 8:23 PM

To: Theresa Troupson <ttroupson@lftcllp.com>; Joel Glover <jglover@jw.com>; Nicholas Inns <nicholasinns@quinnemanuel.com>; Local KAF. Counsel <kaf@msf-law.com>; Bryan Freedman <bfreedman@lftcllp.com>; Kristin Tahler <kristintahler@quinnemanuel.com>; Maaren Shah <maarenschah@quinnemanuel.com>; Morgan Anastasio <morgananastasio@quinnemanuel.com>; Local MS. Counsel <ms@msf-law.com>; Amit Shertzer <as@msf-law.com>; Summer Benson <sbenson@lftcllp.com>; Vaneta Birtha <vbirtha@lftcllp.com>; Miles Cooley <mcooley@lftcllp.com>; Cortni Davis <cdavis@lftcllp.com>; Jose Perez <jperez@lftcllp.com>; Jason Sunshine <jsunshine@lftcllp.com>; mitra@ahouraianlaw.com; Chip Babcock <cbabcock@jw.com>; Kim Zeldin <kzeldin@lftcllp.com>

Cc: Gottlieb, Michael <MGottlieb@willkie.com>; Hudson, Esra <EHudson@manatt.com>; Bender, Kristin <KBender@willkie.com>; Nathan, Aaron E. <ANathan@willkie.com>; Meryl Governski <mgovernski@dirllp.com>; Roeser, Stephanie <SRoeser@manatt.com>; Bruno, Matthew <MBruno@manatt.com>; Taustine, Melissa <MTaustine@willkie.com>; Climaco, Katelyn <KClimaco@manatt.com>

Subject: RE: Lively v. Wayfarer, et al, No. 24-cv-10049 [IMAN-MATTERS.FID37310]

Counsel,

We write to follow up on the below-referenced conferral and certain outstanding issues stemming from Ms. Lively's omnibus motion to compel or arising thereafter.

As you might recall, in advance of our September 24 conferral, we identified in writing a number of Ms. Nathan's documents that bear impermissibly broad non-responsive redactions. You were not prepared to discuss the redactions when the parties conferred, even though Ms. Lively had raised this issue over a month earlier in her omnibus motion to compel (Dkt. No. 552). Nonetheless, per your request, we clarified that the documents at issue either bear (1) non-responsive redactions on text that we know is responsive and relevant from other party/third-party productions; or (2) non-responsive redactions that are overbroad on their face. We have categorized the documents below. Please promptly confirm that Ms. Nathan will reproduce these documents without non-responsive redactions.

As to Mr. Sarowitz's document deficiencies, we shared an excel tracking 178 documents that bear a SAROWITZ bates prefix but that are not custodial to Mr. Sarowitz and were not produced from Mr. Sarowitz's devices. You indicated that you would confer with your vendor regarding the discrepancy and circle back. It has been over three weeks and you have yet to provide any explanation. Please do so.

We also discussed WAYFARER_000141838, a video that Wayfarer produced only after Ms. Lively successfully moved to compel the same, *see* Dkt. No. 711, and allegedly the birth video identified in the Wayfarer Defendants' Amended Complaint. We conveyed that the video produced at WAYFARER_000141838 is not the video Mr. Heath showed to Ms. Lively on the set of *It Ends With Us*, including because [REDACTED]. We requested that you produce all copies and excerpts of the birth video. You indicated that you had "no reason" to believe that the produced video was any different than the one Mr. Heath showed to Ms. Lively and refused to engage further unless we could provide additional information.

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NR Redactions (Category 1)—NATHAN_000000426; NATHAN_000000515; NATHAN_000000526; NATHAN_000000885; NATHAN_000001158; NATHAN_000001247; NATHAN_000001930; NATHAN_000001942; NATHAN_000002110; NATHAN_000002313; NATHAN_000002493; NATHAN_000002515; NATHAN_000002524

NR Redactions (Category 2)—NATHAN_000000509; NATHAN_000001361; NATHAN_000001736; NATHAN_000001772; NATHAN_000001780; NATHAN_000001795; NATHAN_000001936; NATHAN_000002016; NATHAN_000002108; NATHAN_000002356; NATHAN_000002410; NATHAN_000002462; NATHAN_000002575; NATHAN_000002694; NATHAN_000002717; NATHAN_000002926; NATHAN_000002941; NATHAN_000003535; NATHAN_000003599; NATHAN_000005580; NATHAN_000026751; NATHAN_000027548; NATHAN_000027606; NATHAN_000027715; NATHAN_000027790; NATHAN_000027796; NATHAN_000027816

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Pronouns: she, her, hers

From: Theresa Troupson <ttroupson@lftcllp.com>
Sent: Wednesday, September 24, 2025 3:45 PM
To: Connolly, Michaela <MConnolly@willkie.com>; Joel Glover <jglover@jw.com>; Nicholas Inns <nicholasinns@quinnemanuel.com>; Local KAF. Counsel <kaf@msf-law.com>; Bryan Freedman <bfreedman@lftcllp.com>; Kristin Tahler <kristintahler@quinnemanuel.com>; Maaren Shah <maarenschah@quinnemanuel.com>; Morgan Anastasio <morgananastasio@quinnemanuel.com>; Local MS. Counsel <ms@msf-law.com>; Amit Shertzer <as@msf-law.com>; Summer Benson <sbenson@lftcllp.com>; Vaneta Birtha <vbirtha@lftcllp.com>; Miles Cooley <mcooley@lftcllp.com>; Cortni Davis <cdavis@lftcllp.com>; Jose Perez <jperez@lftcllp.com>; Jason Sunshine <jsunshine@lftcllp.com>; mitra@ahouraianlaw.com; Chip Babcock <cbabcock@jw.com>; Kim Zeldin <kzeldin@lftcllp.com>
Cc: Gottlieb, Michael <MGottlieb@willkie.com>; Hudson, Esra <EHudson@manatt.com>; Bender, Kristin <KBender@willkie.com>; Nathan, Aaron E. <ANathan@willkie.com>; Meryl Governski <mgovernski@dirllp.com>; Roeser, Stephanie <SRoeser@manatt.com>; Bruno, Matthew <MBruno@manatt.com>; Taustine, Melissa <MTaustine@willkie.com>; Climaco, Katelyn <KClimaco@manatt.com>
Subject: RE: Lively v. Wayfarer, et al, No. 24-cv-10049 [IMAN-MATTERS.FID37310]

*** EXTERNAL EMAIL ***

Counsel, we can make ourselves available at 5:00 p.m. Pacific today. Please confirm.

Please also confirm definitively that the [REDACTED] deposition is off calendar for this Friday.

Theresa M Troupson
Partner
LINER FREEDMAN TAITELMAN + COOLEY LLP
1801 Century Park West, 5th Floor
Los Angeles, California 90067
Telephone: (310) 201-0005
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Please note that LFTC's domain name has changed from FTLLP.com to LFTCLLP.com. Emails sent from this domain are not spam.

From: Connolly, Michaela <MConnolly@willkie.com>
Sent: Tuesday, September 23, 2025 9:45 PM
To: Theresa Troupson <ttroupson@lftcllp.com>; Joel Glover <jglover@jw.com>; Nicholas Inns <nicholasinns@quinnemanuel.com>; Local KAF. Counsel <kaf@msf-law.com>; Bryan Freedman <bfreedman@lftcllp.com>; Kristin Tahler <kristintahler@quinnemanuel.com>; Maaren Shah <maarenschah@quinnemanuel.com>; Morgan Anastasio <morgananastasio@quinnemanuel.com>; Local MS. Counsel <ms@msf-law.com>; Amit Shertzer <as@msf-law.com>; Summer Benson <sbenson@lftcllp.com>; Vaneta Birtha <vbirtha@lftcllp.com>; Miles Cooley <mcooley@lftcllp.com>; Cortni Davis <cdavis@lftcllp.com>; Jose Perez <jperez@lftcllp.com>; Jason Sunshine <jsunshine@lftcllp.com>; mitra@ahouraianlaw.com; Chip Babcock <cbabcock@jw.com>; Kim Zeldin <kzeldin@lftcllp.com>
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Subject: RE: Lively v. Wayfarer, et al, No. 24-cv-10049

Theresa,

We can be available to discuss further in the following windows tomorrow: 2:00–3:00 p.m. PT or 4:00–5:30 p.m. PT.

As for [REDACTED] we are exploring September 29 as an alternative, but [REDACTED] expressed that later next week would be more workable for them. We are amenable to proceeding later in the week if the Wayfarer Parties agree to the same.

Best,
Michaela

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mconnolly@willkie.com | vCard | [www.willkie.com bio](http://www.willkie.com/bio)
Pronouns: she, her, hers

From: Theresa Troupson <ttroupson@lftcllp.com>
Sent: Tuesday, September 23, 2025 8:18 PM
To: Connolly, Michaela <MConnolly@willkie.com>; Joel Glover <jglover@jw.com>; Nicholas Inns <nicholasinns@quinnemanuel.com>; Local KAF. Counsel <kaf@msf-law.com>; Bryan Freedman <bfreedman@lftcllp.com>; Kristin Tahler <kristintahler@quinnemanuel.com>; Maaren Shah <maarenschah@quinnemanuel.com>; Morgan Anastasio <morgananastasio@quinnemanuel.com>; Local MS. Counsel <ms@msf-law.com>; Amit Shertzer <as@msf-law.com>; Summer Benson <sbenson@lftcllp.com>; Vaneta Birtha <vbirtha@lftcllp.com>; Miles Cooley <mcooley@lftcllp.com>; Cortni Davis <cdavis@lftcllp.com>; Jose Perez <jperez@lftcllp.com>; Jason Sunshine <jsunshine@lftcllp.com>; mitra@ahouraianlaw.com; Chip Babcock <cbabcock@jw.com>; Kim Zeldin <kzeldin@lftcllp.com>
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<MTaustine@willkie.com>; Climaco, Katelyn <KClimaco@manatt.com>

Subject: RE: Lively v. Wayfarer, et al, No. 24-cv-10049 [IMAN-MATTERS.FID37300]

*** EXTERNAL EMAIL ***

Counsel,

Per my call with Michaela this afternoon, the Wayfarer Parties are available to meet and confer within 48 hours of your email on items 1-2 and 4-5 identified below. Please provide available windows for tomorrow afternoon, Pacific time.

As item 3 involved depositions noticed for Friday, September 26th, it is imperative that we understand what the "scheduling" issues you wish to raise are immediately: [REDACTED]

[REDACTED] So I'm unclear what there is to meet and confer about. As for [REDACTED] notice, [REDACTED] has informed us that they are not appearing on Friday, September 26th. As you are the noticing party, please confirm in writing that the Sony deposition is not proceeding on September 26th.

Regards,

Theresa M Troupson
Partner
LINER FREEDMAN TAITELMAN + COOLEY LLP
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Please note that LFTC's domain name has changed from FTLLP.com to LFTCLLP.com. Emails sent from this domain are not spam.

From: Connolly, Michaela <MConnolly@willkie.com>

Sent: Tuesday, September 23, 2025 11:31 AM

To: Theresa Troupson <ttroupson@lftcllp.com>; Joel Glover <jglover@jw.com>; Nicholas Inns <nicholasinns@quinnemanuel.com>; Local KAF. Counsel <kaf@msf-law.com>; Bryan Freedman <bfreedman@lftcllp.com>; Kristin Tahler <kristintahler@quinnemanuel.com>; Maaren Shah <maarensah@quinnemanuel.com>; Morgan Anastasio <morgananastasio@quinnemanuel.com>; Local MS. Counsel <ms@msf-law.com>; Amit Shertzer <as@msf-law.com>; Summer Benson <sbenson@lftcllp.com>; Vaneta Birtha <vbirtha@lftcllp.com>; Miles Cooley <mcooley@lftcllp.com>; Cortni Davis <cdavis@lftcllp.com>; Jose Perez <jperez@lftcllp.com>; Jason Sunshine <jsunshine@lftcllp.com>; mitra@ahouraianlaw.com; Chip Babcock <cbabcock@jw.com>; Kim Zeldin <kzeldin@lftcllp.com>

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Subject: Lively v. Wayfarer, et al, No. 24-cv-10049

Counsel,

Please advise when you are available to meet and confer regarding (1) Melissa Nathan's improper non-responsive redactions; (2) WAYFARER_000141838, which appears to be altered and incomplete; (3) [REDACTED], which are each noticed for Friday; (4) the attached documents produced by Mr. Sarowitz, despite that it appears he is not the custodian of any of these documents and has not produced them from his own devices; and (5) redactions appearing on Mr. Sarowitz's phone logs.

As for Ms. Nathan's improper application of non-responsive redactions, Ms. Lively challenges Ms. Nathan's redactions on documents bearing following bates: NATHAN_000000885, NATHAN_000000426, NATHAN_000002313, NATHAN_000002356, NATHAN_000002694, NATHAN_000000426, NATHAN_000000509, NATHAN_000000526, NATHAN_000000885, NATHAN_000001158, NATHAN_000001247, NATHAN_000001361, NATHAN_000001772, NATHAN_000001780, NATHAN_000001795, NATHAN_000001930, NATHAN_000001936, NATHAN_000001942, NATHAN_000002108, NATHAN_000002110, NATHAN_000002462, NATHAN_000002493, NATHAN_000002515, NATHAN_000002524, NATHAN_000002575, NATHAN_000002694, NATHAN_000002717, NATHAN_000002926, NATHAN_000002941, NATHAN_000003535, NATHAN_000003599, NATHAN_000005580, NATHAN_000026751, NATHAN_000027548, NATHAN_000027606, NATHAN_000027715, NATHAN_000027790, NATHAN_000027796, NATHAN_00001736, NATHAN_00002016, NATHAN_00002462, NATHAN_00002410 and NATHAN_000027816.

We reserve all rights, including to supplement the aforementioned.

Best,
Michaela

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EXHIBIT C

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EXHIBIT D

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EXHIBIT E

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EXHIBIT F

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EXHIBIT G

FILED UNDER SEAL

EXHIBIT H

FILED UNDER SEAL

EXHIBIT I

FILED UNDER SEAL

EXHIBIT J

FILED UNDER SEAL

EXHIBIT K

FILED UNDER SEAL

EXHIBIT L

FILED UNDER SEAL

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