

SUPERIOR COURT OF THE STATE OF CALIFORNIA
FOR THE COUNTY OF LOS ANGELES

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4 JOHN C. DEPP, II, SCARAMANGA)
BROS., INC., A CALIFORNIA)
5 CORPORATION; L.R.D.)
PRODUCTIONS, INC., A CALIFORNIA)
6 CORPORATION, INFINITUM NIHIL, A)
CALIFORNIA CORPORATION,)

7
8 PLAINTIFFS,)

9 vs.)

No. BC680066

10 BLOOM HERGOTT DIEMER ROSENTHAL)
LAVIOLETTE FELDMAN SCHENKMAN &)
GOODMAN, LLP, JACOB A. BLOOM)
11 AND DOES 1-30,)

12 DEFENDANTS.)

13
14 BLOOM HERGOTT DIEMER ROSENTHAL)
LAVIOLETTE FELDMAN SCHENKMAN &)
GOODMAN, LLP,)

15 CROSS-COMPLAINANTS,)

16 vs.)

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18 JOHN C. DEPP, II, SCARAMANGA)
BROS., INC., A CALIFORNIA)
CORPORATION; L.R.D.)
19 PRODUCTIONS, INC., A CALIFORNIA)
CORPORATION, INFINITUM NIHIL, A)
20 CALIFORNIA CORPORATION,)

21 CROSS-DEFENDANTS.)

22
23 VIDEOTAPED DEPOSITION OF TRACEY JACOBS
24 MONDAY, MAY 13, 2019
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10 VIDEOTAPED DEPOSITION OF TRACEY JACOBS
11 MONDAY, MAY 13, 2019
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25 REPORTED BY: D'ANNE MOUNGEY, CSR 7872

1 VIDEOTAPED DEPOSITION OF TRACEY JACOBS, TAKEN ON BEHALF OF
2 PLAINTIFFS AT 1901 AVENUE OF THE STARS, SUITE 700,
3 LOS ANGELES, CALIFORNIA, COMMENCING AT 2:07 P.M. ON
4 MONDAY, MAY 13, 2019, BEFORE D'ANNE MOUNGEY, CSR 7872.
5
6

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1 LOS ANGELES, CALIFORNIA

2 MONDAY, MAY 13, 2019; 2:07 P.M.

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5 THE VIDEOGRAPHER: Good afternoon. We're
6 on the record. The time on the screen is 2:07 p.m.
7 Today's date is Monday, May 13, 2019. This is media
8 1 for the videotaped deposition of Ms. Tracey Jacobs
9 taken on behalf of counsel for the plaintiff in the
10 action entitled "Johnny C. Depp, et al., versus
11 Bloom Hergott, et al," filed in the Superior Court
12 for the State of California for the County of Los
13 Angeles. The case number is BC 680066.

14 This deposition is being held at Reed Smith
15 law firm, located at 1901 Avenue of the Stars, Suite
16 700, Los Angeles, California.

17 My name is Todd Rodriguez. I'm the
18 videographer with Veritext Court Reporting. And our
19 court reporter is D'Anne Moungey from Veritext Court
20 Reporting.

21 If I may please have introductions for the
22 record, beginning with counsel.

23 MR. CHEW: Ben Chew for plaintiffs.

24 MR. VASQUEZ: Camille Vasquez for
25 plaintiffs.

1 MR. FREEDMAN: Bryan Freedman for the
2 deponent.

3 MR. PETERSON: Kurt Peterson for the Bloom
4 Hergott law firm and Jacob Bloom.

5 MR. WRENSHALL: Mathew Wrenshall for the
6 Bloom Hergott law firm and Jacob Bloom.

7 MR. SINCLAIR: Michael Sinclair, United
8 Talent Agency.

9 THE VIDEOGRAPHER: Thank you.

10 Ms. Court reporter, please swear in the
11 witness.

12
13 TRACEY JACOBS,
14 having been first duly sworn by the reporter, was
15 examined and testified as follows:

16
17 EXAMINATION

18 BY MR. CHEW:

19 Q Good afternoon, Ms. Jacobs. Thank you for
20 being here today. We'll try to make it as quick as
21 possible.

22 As your very able counsel has told you, if
23 you want to take a break at any time, just let us
24 know. It's not our business to know why you want to
25 take a break, just let us know, and we'll take a

1 break.

2 Do you recall having your deposition taken
3 in the TMG case about a year ago on May 30th, 2019?

4 A Yes.

5 Q Did you review that transcript in
6 preparation for this deposition?

7 A I looked at it. Briefly.

8 Q Are there any other depositions either from
9 that case or from this case that you have reviewed
10 in preparation for your deposition?

11 A No.

12 Q I'm not entitled to know what you and
13 Mr. Freedman or counsel for Reed Smith may have
14 discussed, but did you meet with counsel prior to
15 this deposition?

16 A Briefly, once.

17 Q Again, without disclosing anything that you
18 may have discussed, approximately how long did you
19 meet with counsel?

20 A 30 minutes.

21 Q Was that Mr. Freedman?

22 A Yes.

23 Q Was anybody else present during the
24 meeting?

25 A Yes.

1 Q Who else was present?

2 A The two of those gentlemen (indicating).

3 Q Did you look at any documents during the
4 meeting?

5 A No.

6 Q In the course of reviewing your deposition
7 transcript from the TMG case, did you notice
8 anything that was wrong or did -- was it consistent
9 with your recollection?

10 A It seemed to be.

11 Q Just to go through the timeline.

12 We talked about this briefly off the
13 record. When did you start working with Johnny
14 Depp?

15 A 32-and-a-half years ago. I'm bad at the
16 backwards math. 1980- -- is it -7? Would that be
17 correct to say?

18 Q I think that's right.

19 And at the time that -- at that time when
20 you started working with Mr. Depp, what, if any,
21 movies had he appeared in?

22 A He had appeared in "Platoon" in a small
23 role. And I was at ICM then.

24 Q He had already appeared on "21 Jump
25 Street"; correct?

1 A He was -- when I signed him, he was in his
2 second year of "Jump Street."

3 Q Would it be fair to say that he was already
4 a star at that point, or was he somewhat on the
5 rise?

6 A He was on the rise. He was not a star.

7 Q Did you think you could help him get him to
8 the next step?

9 A Yes.

10 Q Is that why you sought him out?

11 A Yes.

12 Q When you all -- strike that.

13 When he engaged you to be his talent agent,
14 you were at ICM; correct?

15 A Yes.

16 Q Did you have a written contract with him?

17 A No.

18 Q It was all oral?

19 A Yes.

20 Q And it was 10 percent?

21 A Yes.

22 Q 10 percent of what?

23 A Front end and the back end.

24 Q And there came a time when you left ICM and
25 left to UTA; is that correct?

1 A Yes.

2 Q Was that in 1998 or 19- -- was that 1998
3 or --

4 A I had been there for 20 -- almost 1
5 years -- so, again, whatever the backwards math is.

6 Q And I --

7 THE WITNESS: Do you know, Michael?

8 MR. FREEDMAN: Just answer based on your
9 recollection.

10 THE WITNESS: Okay. That's my
11 recollection.

12 BY MR. CHEW:

13 Q Do you recall testifying that Mr. Depp had
14 a breakout hit with "Edward Scissorhands"?

15 A Yes.

16 Q Was that his first big movie hit?

17 A Yes.

18 Q How did that come about?

19 A I put him in a movie called "Cry Baby"
20 before that for Imagine Films and John Waters
21 directed it. And I knew Tim Burton from his art
22 school days, and it was sent to me, the script, for
23 another client who didn't want to do it.

24 And when I read it, I saw only Johnny, and
25 I sent it to him and he was angry that I sent it to

1 him because he said he would never get the role.

2 So I called both Tim Burton and Denise
3 DiNovi, his then producer, to get a meeting for him,
4 which they were first not interested in, but I was
5 able to secure a meeting time and then he -- after
6 the meeting, he wasn't offered it right away. There
7 was a period of time where they were talking about a
8 couple of people, but ultimately went to Johnny.

9 Q Is it fair to say that you basically pushed
10 both sides to make that happen?

11 A Yes.

12 Q And what, if any, impact did that have on
13 his career going forward?

14 A It made him a serious actor in a movie that
15 was a hit.

16 Q And at that time when you were acting as
17 his talent agent and making this happen, who, if
18 anyone, was his entertainment lawyer?

19 A I believe at that time it was Peter Nichols
20 and Stan Coleman.

21 Q What, if any, role did Mr. Coleman or
22 Mr. Nichols have in getting Johnny the part?

23 A Lawyers don't generally involve themselves
24 in getting the part. They are involved, at least
25 with me, in getting on the phones at the very

1 beginning when the deal starts getting made. So
2 they're involved from the moment the offer comes in
3 and then to help me make the best deal I can.

4 Q And with respect to the deal on "Edward
5 Scissorhands," who negotiated the deal points?

6 And by "deal points," I mean, the up-front
7 salary and the back-end?

8 A The lawyers and myself.

9 Q Do you remember -- I know that's going
10 back, is it 1990, approximately?

11 A It seems about right.

12 Q Do you remember, going back, the specifics
13 of the negotiations of the front end and the back
14 end in "Edward Scissorhands"?

15 A I don't understand the question. Sorry.

16 Q Well, do you remember who did what in terms
17 of --

18 A We all did.

19 Q Did the studio come forward with a proposal
20 or was the proposal originated on the Depp side?

21 A The studio or the financier always comes
22 forward with the proposal first and then we respond.

23 Q That's true in all cases?

24 A As many as I can ever remember.

25 Q Who was Mr. Depp's manager, if anyone, at

1 that time?

2 A He didn't have one.

3 Q When did -- who was his first manager?

4 A He didn't ever have one.

5 Q What about business manager, did Mr. Depp
6 have a --

7 A He was with someone named Alan Tivoli.

8 Q That was as of 1990?

9 A I can't recall the exact dates.

10 Q Did there come a time when Mr. Tivoli
11 ceased to be Mr. Depp's business manager?

12 A Yes.

13 Q And when was that?

14 A I can't recall.

15 Q Was the next manager, TMG or Joel Mandel?

16 A Yes.

17 Q Was that approximately 1999 when he came on
18 to the scene?

19 A That sounds about right.

20 Q What, if any, role did you play in the
21 hiring of Joel Mandel?

22 A Absolutely none. Christi Dembrowski set
23 Johnny up with Joel. That totally was done through
24 her and I was told.

25 Q And did the engagement of TMG and

1 Mr. Mandel proceed the engagement of Mr. Jake Bloom
2 as Mr. Depp's entertainment lawyer?

3 A Joel -- Jake, I believe, was with him for
4 17 years. I don't recall how long Joel was.

5 Q For how long a period were Mr. Coleman and
6 Mr. Nichols serving as Mr. Depp's entertainment
7 lawyers?

8 A Several years. I don't recall how much
9 exactly.

10 Q Did there come a time when they ceased to
11 be engaged --

12 A Yes.

13 Q -- in that capacity?

14 What happened, if you know?

15 A Johnny didn't like Peter Nichols.

16 Q Who was Peter Nichols' successor?

17 A Jake Bloom.

18 Q What, if anything, do you know about the
19 process by which Mr. Depp engaged Mr. Bloom, and
20 Bloom Hergott?

21 A I introduced him to Jake. I had him meet
22 two different law firms. Jake was one of them.

23 Q Who was the other?

24 A He met Jim Jackoway and Alan Werthheimer.

25 Q I believe you testified previously that you

1 thought Jake was a better fit with Johnny?

2 A Yes, that's correct.

3 Q And you were present at -- or strike that.

4 Were you present at a meeting with Christi
5 Dembrowski and Johnny where Mr. Depp -- Mr. Bloom
6 was engaged?

7 A Johnny was there. I don't recall if
8 Christi was.

9 Q Was there any discussion of the financial
10 arrangements?

11 A No.

12 Q Are you aware that Bloom Hergott --
13 or strike that.

14 What, if anything, are you aware of
15 concerning the financial arrangements between Bloom
16 Hergott and Johnny Depp with respect to their
17 serving as Johnny's entertainment counsel?

18 A I'm aware of the same thing that I
19 experience with every entertainment lawyer, which is
20 unless otherwise negotiated, it is understood that
21 it's 5 percent, front and back.

22 Q Are you an attorney, Ms. Jacobs?

23 A No.

24 Q So you're not aware that there was ever any
25 written agreement between Bloom Hergott and

1 Mr. Depp?

2 A No, I'm not.

3 Q What was your understanding, if any, of the
4 scope of Bloom Hergott's duties as Mr. Depp's
5 entertainment lawyer?

6 MR. FREEDMAN: Objection; calls for a legal
7 conclusion.

8 You can answer.

9 THE WITNESS: I can?

10 MR. FREEDMAN: Yes.

11 THE WITNESS: Johnny is a very unique
12 individual, so his needs for a lawyer far exceed any
13 other client I've had.

14 So Jake needed to be involved, not just
15 with the transactions in which he was involved, on
16 every transaction from the beginning, as I'd like to
17 say of conception, when he got a job offer and
18 Johnny's needs were more complicated because we all
19 spent so much time on everything for him.

20 BY MR. CHEW:

21 Q How much time did Mr. Bloom spend for
22 Mr. Depp?

23 A I can't say. I just know a lot. And it
24 wasn't just during working hours. On weekends,
25 vacations, and anything else, because he always

1 needed and wanted something.

2 Q Was Mr. Bloom responsible for Johnny's
3 litigation?

4 A Which litigation?

5 Q Any litigation.

6 A No, not that I'm aware of.

7 Q Does anybody at Bloom Hergott do
8 litigation?

9 A Not that I'm aware of.

10 Q Was Bloom Hergott involved in any family
11 law matters?

12 MR. FREEDMAN: Objection; vague and
13 ambiguous.

14 You can answer.

15 THE WITNESS: Not that I'm aware of.

16 BY MR. CHEW:

17 Q What, if any, role did Mr. Bloom or Bloom
18 Hergott play in Mr. Depp's divorce from Amber Heard?

19 A I have no idea.

20 Q Now, at the time Mr. Bloom -- Mr. Bloom was
21 hired in about 1999; does that sound right?

22 A If it is 19 plus change years ago, that
23 would be correct.

24 Q And at the time Mr. Bloom was engaged,
25 Mr. Depp was already, by virtue of "Edward

1 Scissorhands," almost ten years before, a major
2 star; correct?

3 MR. FREEDMAN: Objection; misstates the
4 testimony.

5 You can answer.

6 MR. CHEW: Well, I'll withdraw the
7 question. Your counsel's objection is well taken.

8 BY MR. CHEW:

9 Q As of the time --

10 MR. FREEDMAN: That's the first time you've
11 ever said that to me. Mark the record on that.

12 BY MR. CHEW:

13 Q Was Mr. Depp already an established movie
14 star at the time?

15 A On his way to being one, yes.

16 Q Well, "Edward Scissorhands" was in 1990;
17 correct?

18 A Yes. But the first true gigantic stardom
19 experience was with Jake Bloom, and that was
20 "Pirates."

21 Q Let's talk about "Pirates."

22 That was in approximately June of 2003?

23 A I think that's -- I believe it's a little
24 before that, but I don't know.

25 Q How much before?

1 A I don't know. The first "Pirates" you can
2 find out exactly. I don't want to be incorrect.

3 Q Yeah. I think it came out in June 2003.

4 A But it was made before that and negotiated
5 well before that.

6 Q Understood.

7 So how did that come about?

8 A Jim Berkus and I took Johnny Depp over for
9 a meeting with then chairman Dick Cook to kind of
10 have a go see and to discuss potential projects
11 between Johnny Depp and Disney.

12 And within minutes, he said to Johnny:
13 What kind of movies would you like to do?

14 And Johnny answered: I'd love to do a
15 movie that my kiddies can see.

16 And Dick Cook responded: I have something
17 I'm trying to make called "Pirates of the
18 Caribbean."

19 And Johnny looked at him, and said: I'm
20 in.

21 Q Was Mr. Bloom at that meeting?

22 A No.

23 Q Mr. Bloom do anything to make that meeting
24 happen?

25 A No.

1 Q That was your initiative, wasn't it?

2 A No. It was Jim Berkus.

3 Q Weren't you the one who suggested it?

4 A Yes. But Jim actually set it up.

5 Q And it's fair to say that Mr. Berkus and
6 you setting up the meeting with Dick Cook is what
7 led to "Pirates 1"; correct?

8 A Well, that was just the beginning. As it
9 turns out, it was a lot more complicated than that.
10 It was an idea that came up in a room that Johnny
11 responded very positively to and then the actual act
12 of making a deal, which became something very
13 different than what Dick Cook had suggested, took
14 months to negotiate. It wasn't that simple,
15 unfortunately.

16 Q I think you said at your last deposition
17 that the meeting that you and Mr. Berkus set up,
18 this is what led to it completely; is that right?

19 A The meeting definitely led to it, but it
20 was a very complicated long transaction that was not
21 just involving "Pirates."

22 Q What else did it involve?

23 A They wanted to make a two-picture deal with
24 another movie. He and I did not want him to do
25 and -- but we ended up making the deal because it

1 was the only way to get "Pirates." They reduced his
2 salary and he almost didn't do it, and I talked him
3 in to doing it because I said: What's the
4 difference if you get 500,000 dollars less than you
5 think you should if you believe that this movie is
6 such a hit, it's not going to matter.

7 Q What was the other movie that was paired
8 with "Pirates"?

9 A I can't remember the name of it, honestly.
10 I would have to check. It was a movie that Jerry
11 Bruckheimer was going to produce as well that they
12 tacked on to the "Pirates'" deal.

13 Q And you were the one who convinced Johnny
14 to do it; right?

15 A Yeah, because it was the only way to do
16 "Pirates." But he backed out at the last minute
17 because of the deal -- because of the reduction that
18 they had given him. He felt he was being ripped off
19 by Disney.

20 Q And then you talked him back into it?

21 A Yes.

22 Q What is Infinitum Nihil?

23 I'm probably mispronouncing it.

24 A Infinitum Nihil. I would say that's a good
25 question. I couldn't tell you.

1 Q But with that said, you played a role in
2 getting it financed; correct?

3 A For ten years, yes.

4 Q So tell us -- and, again, I'm throwing out
5 a date, and please correct me.

6 Was Infinitum Nihil created in or about
7 2004?

8 A Well, all I remember, as far as this is
9 concerned, is that Johnny decided that he wanted to
10 have a production company where he could make movies
11 that no one in town wanted to make.

12 And I was able to talk Graham King who had
13 independently financed people like Leonardo DiCaprio
14 and others. I went with him and had drinks with him
15 and then introduced him to Johnny and then he made
16 an offer for three years of overhead, and then
17 Johnny told me his sister, who had zero experience
18 in any kind of company, was going to be president.

19 Q And how did you react to that?

20 A I didn't think it was a good idea.

21 Q What, if any, role did Jake Bloom play in
22 setting it up?

23 A We made the deal together. The moment they
24 had agreed that Johnny wanted to do this and Graham
25 agreed to finance it, then Jake and I structured a

1 deal.

2 Q What, if any, opinion did Mr. Bloom express
3 as to the wisdom of having Johnny's sister serve as
4 president of Infinitum Nihil?

5 A I don't recall.

6 Q Did he share your opinion?

7 MR. FREEDMAN: Objection; vague.

8 BY MR. CHEW:

9 Q Did you ever talk about it with him?

10 A Probably.

11 Q But you don't recall any specifics?

12 A Huh-uh.

13 Q What -- in the order of magnitude, how much
14 did Mr. King put up for overhead during those three
15 or four years?

16 A I believe it was three years. I think
17 roughly 2 1/2 million dollars guaranteed a year for
18 overhead. That includes salaries, offices, and
19 everything else.

20 Q What did Mr. King get out of it?

21 A "Rum Diary," which lost 50 million dollars.

22 Q What happened after those three years that
23 Mr. King --

24 A He let the deal lapse.

25 Q Did you find an additional -- or a new

1 funder?

2 A Yes.

3 Q Who was the new funder?

4 A Warner Bros.

5 Q Who made that happen?

6 A Jake and I.

7 Q How did -- well, you found Graham King;
8 correct?

9 A Yes.

10 Q So who found Warner Bros.?

11 A Jake and I together.

12 Q How did that happen?

13 A Jake and I discussed Graham's relationship
14 was, I believe, nonexclusive to Warners and it made
15 sense to go to Warners since Johnny was going to do
16 "Charlie and The Chocolate Factory," which ended up
17 being a huge success. So we went to Warners and
18 asked for an overhead deal and they agreed to it, so
19 we had three years at Warners.

20 Q Do you recall specifically what Mr. Bloom
21 did to make that happen?

22 A Yeah. He was on the calls I was with
23 whomever we dealt with at the time. I don't recall
24 exactly who that was, that was some time ago, and we
25 made a deal together, every step of the way.

1 Q What about "Pirates," I understand what
2 you've testified very clearly about you and
3 Mr. Berkus having the meeting with Mr. Cook, but
4 what specifically did Mr. Bloom do?

5 A In terms of what?

6 Q In terms -- just in terms of getting the
7 deal done.

8 A He helped me at Warner Bros. It involved
9 Alan Horn, who now works at Disney, and he had a
10 great relationship with him. He went to Alan. And
11 I was speaking to, I believe -- again, I could be
12 wrong, Steve Spira, who runs business affairs for
13 many, many, many years and together we were able to
14 get a pretty terrific deal for three more years.

15 Q Are you speaking of "Pirates" now?

16 A No. I'm speaking of well before "Pirates."

17 Q Okay.

18 A Because then the deal moved to Disney.

19 Q Gotcha.

20 When was the first time, if at all, you
21 became aware that Mr. Depp had financial problems?

22 A Years ago.

23 Q Do you have a ballpark of when that might
24 be?

25 2005; does that sound right?

1 A Sounds like something I might have said in
2 my last deposition.

3 Q Yeah, I think you said mid 2000's.

4 A And I -- yeah.

5 Q How did you become aware of that?

6 A Because I was being pushed by Johnny day
7 in, day out to just get him money on movies that he
8 had no business doing because he wanted the
9 20-million-dollar payday, and that was the beginning
10 of the end. Even though it was a long time ago, it
11 certainly set a pattern for his choices.

12 Q When -- strike that.

13 Did there come a time when you became aware
14 that he had tax issues?

15 A I had heard generally about it, but no
16 specifics.

17 Q Who apprised you generally about Johnny's
18 tax problems?

19 A I can't recall.

20 Q Was it Mr. Bloom?

21 A I can't recall.

22 Q Was Mr. Bloom, if you know, aware of
23 Mr. Depp's tax problems?

24 A I don't know.

25 Q Do you know what involvement Mr. Bloom had

1 with respect to Mr. Depp's taxes?

2 A I don't know.

3 Q And I want to go to a more general question
4 about what you did as Johnny's talent agent. I
5 think at the last deposition you said you spoke to
6 every producer, every filmmaker.

7 If you could just explain what you do.

8 A My job was to find, as it is for every
9 client, is to find material that a client, whether
10 it's Johnny Depp or anyone else might want to do,
11 and then be as aggressive as possible in securing
12 that employment. I spoke to producers, studios,
13 filmmakers, anyone that could help.

14 Q Is it fair to say you were proactive on
15 Johnny's behalf?

16 A I am on everyone's behalf.

17 Q Did you also -- and clearly you testified
18 with respect to "Edward Scissorhands."

19 Were you on the lookout for scripts you
20 thought might be good for him?

21 A Always.

22 Q What role, if any, did Mr. Bloom play in
23 looking for scripts?

24 A That's not a lawyer's job.

25 Q A lawyer's job is to negotiate and paper

1 the deal?

2 A You oversimplify it. A lawyer's job,
3 particularly in Johnny's case, is to help structure
4 and strategize how to make the best deal we can.
5 And in Johnny's case, that became increasingly
6 complicated.

7 Q In terms of structuring a deal, that
8 includes tax; right?

9 MR. FREEDMAN: Objection; calls for a legal
10 conclusion.

11 BY MR. CHEW:

12 Q Well, you said he was involved in
13 strategizing about the structuring of a deal.

14 That implies tax, does it not?

15 A I don't know. I can only say that on
16 occasion I remember the phrase "indemnification"
17 being used. I can't recall which ones, but I had
18 nothing to do with that.

19 MR. FREEDMAN: My objection was well taken
20 in hindsight.

21 BY MR. CHEW:

22 Q So you have no idea whether tax
23 implications are ever considered in a deal?

24 A I only know from Christi who told me that
25 he could only be -- I'm trying to recall where he

1 was living at the time -- that there were tax
2 implications for how much time he spent in different
3 countries. I have no idea how it was applied to
4 contracts.

5 Q Do you know whether Mr. Bloom or his firm
6 dealt with the tax implications?

7 MR. FREEDMAN: Objection; vague.

8 THE WITNESS: I don't know.

9 BY MR. CHEW:

10 Q Wouldn't that be part of any financial
11 strategy?

12 MR. FREEDMAN: Objection; calls for a legal
13 conclusion.

14 You can answer.

15 THE WITNESS: I would assume yes, along
16 with the business manager.

17 BY MR. CHEW:

18 Q What role did the business manager Joel
19 Mandel play with respect to the taxes?

20 A I don't know.

21 Q Did you have any awareness of whether
22 Mr. Depp's taxes were being paid on time?

23 A I don't know.

24 Q Did you ever become aware that Mr. Depp's
25 taxes were paid late for 16 years in a row?

1 A I only knew he needed cash. I don't know
2 anything about the specifics.

3 Q Wouldn't that be something his lawyer
4 should know?

5 MR. FREEDMAN: Objection; calls for a legal
6 conclusion.

7 THE WITNESS: I have no idea.

8 MR. FREEDMAN: Calls for speculation.

9 BY MR. CHEW:

10 Q Who is Don Starr?

11 A I have no idea. I've never heard that
12 name.

13 Q What was -- were you -- were you aware or
14 are you aware of something that's called the "Tryon
15 loan"?

16 A I've heard of it.

17 Q What is your understanding of that?

18 A I don't know the specifics.

19 Q What do you know generally?

20 A If I understand it correctly, it had --

21 MR. FREEDMAN: I'm just going to caution
22 you. If you -- if everything you know is from
23 counsel, don't say. If you know outside of
24 discussions with counsel, you can answer.

25 THE WITNESS: I don't know.

1 MR. CHEW: Exhibit 241.

2 (Whereupon, Plaintiffs' Exhibit 241 was
3 marked for identification by the
4 Court Reporter.)

5 BY MR. CHEW:

6 Q Ms. Jacobs, showing you what's been marked
7 as Exhibit 241 for identification.

8 Have you ever seen this document before?

9 A Well, according to this, I was e-mailed it.
10 But no, I can't recall.

11 Q Who is Danny Watts?

12 A He's Jake's assistant.

13 Q Does this refresh your recollection about
14 the Tryon loan?

15 A No.

16 Q Do you have any idea how the Tryon loan
17 came about?

18 A No.

19 Q Did you ever speak with Jake Bloom about
20 it?

21 A Only in the vagaries of knowing he needed
22 cash, but never insofar as Tryon who I had never
23 heard of.

24 Q When you say "he needed cash," you mean --

25 A Johnny.

1 Q -- Johnny?

2 A Yes.

3 Q Did Johnny get cash out of this deal?

4 A I have no idea.

5 Q Did you ever at any time have a discussion
6 with Mr. Depp in which he said in words or substance
7 that he -- that the back end, his residuals were for
8 his children?

9 A He talked about how he made movies for his
10 children so he could leave them something. We never
11 talked about it in that way.

12 Q Do you know who -- strike that.

13 A By the way, where is the attachment for
14 this that explains it?

15 Q I'm going to show you that.

16 A Oh, okay.

17 MR. CHEW: This has already been marked as
18 Exhibit 172, so we don't need to mark it again.

19 (Whereupon, Plaintiff's Exhibit 172 was
20 previously marked for identification by
21 the Court Reporter.)

22 BY MR. CHEW:

23 Q Now, this is a document that doesn't show
24 it was copied to you --

25 A Correct.

1 Q -- but I want to show you -- I want you to
2 look, please, at the second page --

3 A Uh-huh.

4 Q -- executive summary Tryon Scaramanga.
5 And specifically if you would, please,
6 direct your attention to paragraph 3.0 --

7 A Un-huh.

8 Q -- when it says "to the advisors."

9 A Yes.

10 Q You see where it lists the loan proceeds to
11 The Management Group?

12 A Yes.

13 Q And that's -- those were -- that's Johnny's
14 manager; correct?

15 A He has no manager.

16 Q Business manager?

17 A I guess.

18 Q And Bloom Hergott, that's Mr. Bloom's firm;
19 correct?

20 A Yes.

21 Q And that shows the payout to him with a
22 5 percent.

23 Do you know what the 5 percent represents?

24 A No.

25 MR. FREEDMAN: Objection; assumes facts not

1 in evidence.

2 You can answer.

3 THE WITNESS: Can't?

4 MR. FREEDMAN: You can answer.

5 THE WITNESS: No.

6 BY MR. CHEW:

7 Q Then you see the entry for United Talent
8 Agency?

9 A Where is that?

10 Q It's right in the middle of paragraph 3.0
11 to the advisors. You have The Management Group --

12 A Yes, I see that.

13 Q That's you; right?

14 A Yes, I guess.

15 Q And 10 percent was the amount of commission
16 that you took?

17 A Yes. But I never saw these documents
18 before.

19 Q Did you have any understanding that UTA was
20 getting 10 percent of the proceeds?

21 A Not from this.

22 Q Well, from any source?

23 MR. FREEDMAN: Objection; vague.

24 You can answer.

25 THE WITNESS: I understood that -- as, one,

1 I understood, however some of the back ends were
2 pledged, that we would be receiving commission owed
3 on them for the money, I guess, he took.

4 BY MR. CHEW:

5 Q Do you know that he got any money out of
6 this?

7 A I assume. I don't know.

8 Q You don't know?

9 A I --

10 Q You know that UTA got its money?

11 A Yes.

12 Q Jake got its money?

13 A You're asking me something I really don't
14 know about. I can only speak for myself.

15 Q You believe that Jake didn't take his
16 5 percent?

17 A I have no --

18 MR. FREEDMAN: Objection; calls for
19 speculation.

20 THE WITNESS: I have no idea.

21 BY MR. CHEW:

22 Q You never talked to Jake Bloom about this?

23 A (Inaudible response.)

24 Q If you would look to the next page,
25 purports to show certain payments being made to the

1 advisors on or about January 15, 2015.

2 A Am I in the wrong place?

3 Q No. You're in the right place.

4 A On this page where it says "Fintage"?

5 Q Yep.

6 A What am I looking at?

7 Q You're looking at the entries for 21

8 January --

9 A I see it. I see it.

10 Q And you see that The Management Group
11 received a payment on 2115?

12 Do you have any reason to believe that
13 didn't take place?

14 A No.

15 Q Same question for Bloom Hergott.

16 A I don't know.

17 Q Do you have any reason to believe it didn't
18 happen?

19 MR. FREEDMAN: Objection; asked and
20 answered.

21 MR. CHEW: No, it wasn't answered.

22 BY MR. CHEW:

23 Q So you can answer.

24 A I have no idea.

25 Q And do you see the entry for January 15th,

1 January 21st of 2015, 108,000 dollars --

2 A Yes.

3 Q -- plus payment to UTA?

4 MR. FREEDMAN: Objection --

5 BY MR. CHEW:

6 Q Do you have any reason to believe that that
7 didn't happen?

8 MR. FREEDMAN: Objection; misstates the
9 document and calls for speculation.

10 BY MR. CHEW:

11 Q You may answer.

12 A I can't recall. I don't disbelieve it, but
13 I don't know.

14 Q Do you see anything that shows any money
15 whatsoever going to anyone other than --

16 A Is there another page I should be looking
17 at?

18 Q I'm asking you about that page.

19 A Okay. What's the question?

20 Q The question is: Do you see any payments
21 going to Johnny Depp?

22 A Not according to this document.

23 Q Do you have any other reason, independent
24 of that document, to think that Mr. Depp got
25 anything out of this loan?

1 A I don't know.

2 Q You said that certain of Mr. Depp's
3 pictures were pledged, the back end of which.
4 Which pictures were they?

5 MR. FREEDMAN: Objection; misstates the
6 testimony.

7 BY MR. CHEW:

8 Q You may answer.

9 A I believe it was mostly -- and I don't know
10 exactly -- that it was several of the "Pirates"
11 movies, "Alice and Wonderland" and "Into the Woods."

12 Q What is the basis of your understanding?

13 A I can't recall who told me. It could have
14 been Jake.

15 Q What did Jake tell you about it?

16 MR. FREEDMAN: Objection; misstates the
17 testimony.

18 THE WITNESS: I don't recall the
19 conversation. What I remember is that I have an
20 oblique understanding about several movies. There
21 may be others that I'm just not aware of that were
22 going to be paid in a different way than just
23 receiving the checks from him -- Johnny, the client.

24 BY MR. CHEW:

25 Q Did you talk to Johnny, the client, about

1 this?

2 A No.

3 Q Why not?

4 A No reason to.

5 Q Wasn't your job to do that; right?

6 A Well, it's a money matter. I would have
7 assumed it would be his business manager.

8 Q Did Mr. Bloom have any obligation to
9 counsel his client about this?

10 MR. FREEDMAN: Objection; calls for a legal
11 conclusion, vague and ambiguous.

12 THE WITNESS: I have no idea.

13 BY MR. CHEW:

14 Q Do you know who set up this deal?

15 A No.

16 MR. CHEW: We don't have to mark this
17 either since it's been mercifully marked as
18 Exhibit 212 at a prior deposition.

19 THE WITNESS: Is that for him?

20 MR. CHEW: It's for both of you.

21 THE WITNESS: Thank you.

22 MR. CHEW: You're welcome.

23 MR. FREEDMAN: Do you have another copy?

24 MR. CHEW: Of course.

25 ///

1 (Whereupon, Plaintiff's Exhibit 212 was
2 previously marked for identification by
3 the Court Reporter.)

4 BY MR. CHEW:

5 Q It purports to be the execution version of
6 the Tryon Management Services Limited agreement.

7 My question to you is: Have you ever seen
8 this document before?

9 A No.

10 MR. CHEW: 242.

11 (Whereupon, Plaintiffs' Exhibit 242 was
12 marked for identification by the
13 Court Reporter.)

14 BY MR. CHEW:

15 Q Showing you, Ms. Jacobs, what has been
16 marked for identification as Exhibit 242. Purports
17 to be an e-mail from you to Ms. Dembrowski dated
18 January 30, 2013.

19 Have you ever seen this before?

20 A I seem to have responded to it. I can't
21 recall it now, but yeah, it sounds familiar.

22 Q What was this about?

23 A Well, if you notice, it wasn't me who wrote
24 it. It was Lisa Jacobson who at the time ran our
25 endorsement department, ran the endorsement, and

1 this was an offer she was trying to secure from
2 Louis Vuitton for his commercial services.

3 Q Was it Ms. Jacobson who initiated this
4 potential deal?

5 A This particular deal, yes, but I had been
6 asking her to please find something.

7 Q What role, if any, did Mr. Bloom play in
8 obtaining this opportunity?

9 A It was a UTA situation. Again, it's about
10 procuring employment and Lisa Jacobson's sole job
11 was to do this. And as it turned out, it didn't
12 amount to anything, so there was nothing to do.

13 Q Do you know why it didn't come to fruition?

14 A Because Louis Vuitton didn't want to pay
15 us.

16 MR. CHEW: This will be marked 243.

17 (Whereupon, Plaintiffs' Exhibit 243 was
18 marked for identification by the
19 Court Reporter.)

20 BY MR. CHEW:

21 Q Exhibit 243, the top e-mail on this page
22 purports to be from you to a group of people,
23 including Mr. Bloom, dated February 11th, 2014.

24 A Uh-huh.

25 Q What was this exchange about?

1 A About a movie that was at Lionsgate called
2 "The Secret Life of Hoodini." Yes.

3 Q Who originated this opportunity?

4 A I did.

5 Q How did that come about?

6 A I called incessantly and said to the heads
7 of Lionsgate how much I want this movie for Johnny.

8 Q How did they respond?

9 A I have an offer here, so it must have been
10 okay.

11 Q What was the offer?

12 A I think it states it here in writing.

13 Q Well, humor us, tell us what the offer was.
14 What was the up-front payment and what was
15 the back end?

16 A It literally says "fee, 20 million dollars
17 versus contingent compensation." Then it goes on to
18 define the contingent compensation, which asking me,
19 I don't recall exactly, but this is what their
20 initial offer was. This was not negotiated out.

21 Q That was my question.

22 A You have the answer.

23 Q Why did this deal not come to fruition?

24 A Because Johnny hemmed and hawed about doing
25 it because they could never get the script right and

1 ultimately Lionsgate never made the movie.

2 Q Did you push him to make the deal?

3 MR. FREEDMAN: Objection; vague and
4 ambiguous.

5 THE WITNESS: Yes. Because it was a
6 development deal. It was for a lot of money and I
7 just felt we could use that as opportunity with
8 other people.

9 Was I ever crazy about it? No. But I
10 thought it was a good thing to have on our plate.

11 BY MR. CHEW:

12 Q When you say -- strike that.

13 Did Mr. Bloom express the same opinion,
14 that it was something Johnny should do?

15 A No. That would be expressing an opinion
16 about material, which none of the lawyers I work
17 with do. What he did express was an involvement in
18 dealing with this woman Patricia Laucella, who was
19 the head of business affairs for Lionsgate, and he
20 was involved in helping me negotiate it from the
21 moment I received this offer.

22 Q Well, you say here in the top e-mail:

23 "Michael and Jake will be
24 dealing with the deal now."

25 Is "Michael" Michael Schenkman?

1 A Yes.

2 Q What did -- if you recall, what did
3 Mr. Schenkman and Mr. Bloom do, since you were
4 handing it over to them?

5 A Well, I wasn't handing it over. I was -- I
6 had been okay with the 20 million dollars, but I
7 wanted them to further define the contingent
8 compensation. This was their original offer, which
9 was not enough.

10 And then anything else past that, I felt
11 very comfortable with them negotiating, as I always
12 did.

13 Q Do you know what, if anything, they did
14 after that?

15 A I don't remember exactly, but they were in
16 the process of dealing with Patricia.

17 MR. FREEDMAN: Are you marking that?

18 MR. CHEW: Yes. As 244.

19 (Whereupon, Plaintiffs' Exhibit 244 was
20 marked for identification by the
21 Court Reporter.)

22 BY MR. CHEW:

23 Q Ms. Jacobs, this purports to be an e-mail
24 from you to a number of people.

25 A I don't know who AK is. I really don't

1 remember.

2 Q Have you ever heard of a Cross Creek
3 Pictures?

4 A Yep. Yes. They were involved in the
5 financing of this movie before it was set up at
6 Warner Bros. And actually -- oh, Adam Kassan. I
7 don't remember him.

8 Q So it appears in the e-mail at the bottom
9 of this page, that Mr. Kassan is stating Johnny Depp
10 is committed to acting in the film "Black Mess,"
11 playing the role of Whitey Bulger, and then you
12 are -- are you disagreeing with that?

13 A No. What this is all about is they want to
14 make a press release in Berlin and this is what they
15 suggested doing. You don't see my response to this
16 because I think my response is before they announce
17 a film, because I'm very cautious, at any film
18 festival, that I wanted to speak to Jake and Michael
19 about this. I didn't want to give my permission to
20 just making some press release.

21 Q Gotcha.

22 A Not with a star of Johnny Depp's stature.

23 MR. CHEW: 245.

24 ///

25 ///

1 (Whereupon, Plaintiffs' Exhibit 245 was
2 marked for identification by the
3 Court Reporter.)

4 BY MR.. CHEW:

5 Q Showing you what's been marked for
6 identification as Exhibit 245.

7 A Yes.

8 Q Who is Patrick Knapp?

9 A I don't remember. I'm looking at this and
10 I cannot remember.

11 Q Is that Schwarzenegger?

12 A What?

13 Q Is Patrick Knapp a partner of Mr. Bloom?

14 A I don't know. I literally have no
15 recollection about who that is.

16 Q What is a perk list?

17 A A perk list is something that I let the
18 lawyers negotiate. And for Johnny Depp, it was as
19 significant as his salary and back end. It included
20 private planes, accommodations, per diem, how many
21 hundreds of people that the studio would pay for him
22 to employ. I'm exaggerating.

23 Q Yeah. Sounds like it.

24 A But it involved every aspect of cost, which
25 is included in the entire cost of the production as

1 to adding. And he usually, as far as I am
2 concerned, got the best of the best in terms of
3 that.

4 Q Did the perk list change materially from
5 film to film?

6 A Yes, depending on the budget.

7 Q Were there common elements of the perk
8 list?

9 A Yes.

10 Q Did each perk list have to be drafted from
11 scratch or were prior perk lists used as templates?

12 A I think they had boilerplate perk lists
13 which the studio would have to see to know that
14 we're telling the truth about what he's actually
15 received in the past, but every one of them changed.
16 A movie that was lower budget, he couldn't get as
17 much as he would get on "Charlie and the Chocolate
18 Factory" or "Pirates."

19 Q And so Patrick Knapp is writing Tracy:

20 "Please see the attached perk
21 list modified in accordance with
22 our CC earlier today."

23 A Un-huh.

24 Q So what role, if any, did you play in
25 preparing the perk list?

1 A None.

2 Q Do you have any idea why he was sending
3 this to you?

4 A No. Because I was his agent.

5 Q "Rango" was an animated film; correct?

6 A Yes.

7 Q So directing your attention to the next
8 page, which is the first page of the perk list, it
9 said "personal hair dresser."

10 A Uh-huh.

11 Q There would not be a need for a personal
12 hair dresser for an animated film, would there?

13 A I can't see why, but they asked, so I guess
14 more power to them.

15 Q You see -- was "Rango" filmed?

16 A I believe in Los Angeles. That sounds
17 right. I'm not 100 percent sure.

18 Q So directing your attention to paragraph 3A
19 on the second page, there's reference to business
20 class round trip air travel from UK.

21 So that wouldn't have been necessary for
22 this film?

23 A Yes, it would have, because he has two
24 assistants who are British who constantly needed
25 updated working visas and who specifically were

1 employed by Johnny, and that's Steven Dueters and
2 Nathan --

3 Q Holmes?

4 A -- Holmes. Thank you.

5 Q You're right.

6 Directing your attention to page 4,
7 "doubling nudity."

8 "There shall be no nudity
9 and/or sex scenes featuring JD
10 and/or double."

11 A I swear to you, I don't know where you are.

12 Q I'm on page 43430.

13 A Okay. Sorry. Let me find that.

14 Q It's paragraph --

15 A Oh, "doubling nudity." Okay.

16 Q That wouldn't be applicable to an animated
17 film, would it?

18 A Doesn't seem so.

19 Q And same question with respect to hair,
20 makeup and wardrobe, that wouldn't have had any
21 application?

22 A Actually, it might have and here's why.
23 They do what's called EPKs, which is electronic
24 press kit for every movie to promote the film which
25 is live action where the actors are on screen, and,

1 yes, he would have needed all of that.

2 Q Ms. Jacobs, from what undergraduate
3 institution did you graduate?

4 A Austin University.

5 Q Do you have any graduate degrees?

6 A No.

7 Q What was your major?

8 A Medieval history and art history.

9 Q What did you do prior to joining ICM
10 professionally?

11 A I worked at a company called Triad, which
12 no longer exists.

13 Q What did you do for Triad?

14 A I was an agent.

15 Q For how many years did you work at Triad?

16 A Three or four.

17 Q Was that your first job out of college?

18 A No.

19 Q What was the job before that?

20 A First job out of college, I was a writer at
21 Leo Burnett in Chicago. It's an ad agency.

22 Q I'm familiar with it.

23 A The first agency was an agency that no
24 longer exists named Jack Rose Dorothy Deotis. It no
25 longer exists.

1 Q You mentioned her before, but for the
2 record, who is Christi Dembrowski?

3 A Johnny's sister.

4 Q And I believe you testified earlier that
5 she had no experience when she became president of
6 Infinitum Nihil?

7 A Nihil (pronunciation).

8 Q When did you first meet her?

9 A I can't recall. Probably a couple years --
10 she was his assistant when I first came in. I don't
11 even think -- she was working for Sony in some
12 capacity and then within a couple of years she
13 became his assistant.

14 Q What was Christi's role when you started
15 interacting with her?

16 A To be his assistant taking care of travel
17 and things that he needed, like most assistants.

18 Q Did her role as assistant change over time?

19 A Yes.

20 Q How did it change?

21 A She became more managerial.

22 Q And approximately when did that happen?

23 A A couple years of her being an assistant.

24 Q When you say "she became more managerial,"
25 what specifically do you --

1 A She wanted to control every aspect of
2 everything.

3 Q How did that -- strike that.
4 What is your basis for saying that?

5 A Because it's the truth because she
6 literally would be the conduit for me to get ahold
7 of him and would make decisions for him.

8 Q Was she your client?

9 A No.

10 Q How did you --

11 MR. FREEDMAN: Let me make a belated
12 objection.

13 Calls for a legal conclusion as to
14 technically who UTA's client was.

15 MR. CHEW: Fair enough.

16 BY MR. CHEW:

17 Q When she --

18 MR. CHEW: If you could read back her
19 answer. I'm sorry.

20 (The record was read as follows:

21 A Because it's the truth
22 because she literally would be
23 the conduit for me to get ahold
24 of him and would make decisions
25 for him.)

1 BY MR. CHEW:

2 Q Would you rely on her statement of the
3 decision or did you try to get to your client,
4 Mr. Depp?

5 A Both. Unfortunately, a lot of the time I
6 had to rely on her because I couldn't get him to
7 call me back. That was a continuous pattern
8 throughout his career.

9 Q Did you ever discuss that with Mr. Bloom?

10 A Yes.

11 Q What discussions did you have about your
12 inability to get in touch with him?

13 A I expressed my frustration.

14 Q Did Mr. Bloom express a similar
15 frustration?

16 A No. He didn't have that issue with
17 Christi.

18 Q Why do you say that?

19 A Because she spoke to him a couple of times
20 a day about, from what I know, all sorts of matters.
21 And my understanding was she was very different with
22 him than she was with me.

23 Q I take it Mr. Bloom told you that he spoke
24 with Christi --

25 A No. She told me.

1 Q Well, how do you know she was different
2 with Mr. Bloom, then?

3 A Because she told me in every conversation,
4 I spoke to Jake today about the following. She
5 relied on him, it seems, for all matter of things.

6 Q Was she a client of Mr. Bloom's, as far as
7 you know?

8 A No.

9 Q So we talked a little bit, you had
10 mentioned that back when Johnny hired Jake Bloom to
11 be his entertainment counsel, that the competition,
12 as it were, was with Alan Werthheimer and Jim
13 Jackoway; is that right?

14 A Correct.

15 Q Why did you think -- or did you think that
16 Mr. Bloom was a better fit?

17 A And I think he was the better fit
18 personality wise and talent wise for who Johnny Depp
19 is as a particular individual.

20 Q Can you elaborate on that just a little
21 bit?

22 A Yes. Jake has had one of the most
23 extraordinary legal reputations in the business,
24 whether it was George Lucas, Marty Scorsese, Brad
25 Bird, Oliver Stone, Jerry Bruckheimer, Brian Grazer,

1 Nicholas Cage, at the height of his career. I had
2 tremendous regard for him.

3 Q Did you and Mr. Bloom have any clients in
4 common?

5 A Not at that time.

6 Q Did there come a time when you had clients
7 in common?

8 MR. FREEDMAN: "Yes" or "no" is fine.

9 THE WITNESS: Yes.

10 BY MR. CHEW:

11 Q Which clients did you have in common?

12 MR. FREEDMAN: I'm going to instruct you
13 not to answer on the grounds of the privacy of those
14 clients.

15 BY MR. CHEW:

16 Q Wasn't Sylvester Stallone a common client?

17 MR. FREEDMAN: Same instruction.

18 BY MR. CHEW:

19 Q How would you describe Bloom Hergott's role
20 in Mr. Depp's career?

21 A I think I've said that several times in
22 several different ways, but I'll just say again.
23 Jake was involved from the inception of every deal
24 making process. All deals, every deal.

25 Q Did he ever originate any deal for Johnny

1 other than the Tryon loan?

2 MR. FREEDMAN: Objection; that would be in
3 violation of the Talent Agency's Act.

4 But to the extent -- and calls for legal
5 conclusion.

6 But to the extent that you can answer the
7 question, you can answer it.

8 THE WITNESS: What was the question?

9 BY MR. CHEW:

10 Q Did he ever find Johnny any work?

11 A I can't recall. That's not his job.

12 Q It wasn't his job to find him the Tryon
13 loan either, was it?

14 A I have no idea.

15 Q Did you and Mr. Bloom ever discuss the
16 subject of conflicts of interest where Mr. Depp was
17 concerned?

18 A No.

19 Q We talked a little bit about Bloom
20 Hergott's role representing Johnny.

21 How did you conceive of it?

22 Were they to be his lawyers on everything
23 he needed?

24 MR. FREEDMAN: Objection; calls for a legal
25 conclusion, assumes facts not in evidence.

1 Answer, if you know.

2 BY MR. CHEW:

3 Q You may answer.

4 A Again, I keep feeling like I repeat this,
5 so I'll say it in different words.

6 They were involved at step one of every
7 deal making process through the end.

8 Q So they were a full service law firm?

9 A Well, full service to the extent of, again,
10 I'll say it, structure and strategy of all of the
11 deal making.

12 Q And they handled all of the deals; right?

13 A Yes.

14 Q There weren't carve-outs that other firms
15 would handle; right?

16 MR. FREEDMAN: Objection; vague and
17 ambiguous.

18 THE WITNESS: I don't know what you mean.

19 MR. CHEW: I'll withdraw that.

20 MR. FREEDMAN: You mean like do they do
21 criminal law?

22 MR. CHEW: No. You can ask -- you can do
23 redirect when you want to, but not on my time.

24 BY MR. CHEW:

25 Q Did Bloom Hergott, to your knowledge,

1 have -- strike that.

2 Did Bloom Hergott represent Infinitum
3 Nihil?

4 A In the --

5 MR. FREEDMAN: Objection; calls for a legal
6 conclusion.

7 If you know.

8 BY MR. CHEW:

9 Q You may answer.

10 A In terms of anything Johnny Depp related,
11 probably. I mean, I'm not exactly sure, but they
12 were involved in the structuring from the beginning
13 of each time we made a new deal for Infinitum, they
14 were involved from beginning to end.

15 Q And when you had that original meeting
16 where you attended the original meeting where
17 Mr. Bloom was hired, was there any discussion of a
18 limitation on the representation?

19 A No. Sorry.

20 MR. FREEDMAN: Objection; assumes facts not
21 in evidence.

22 MR. CHEW: She already answered it.

23 BY MR. CHEW:

24 Q But you weren't aware of any -- you didn't
25 hear them state any limitations on their

1 representation; correct?

2 A Not that I can recall.

3 MR. CHEW: This is several copies of
4 Exhibit 246.

5 (Whereupon, Plaintiffs' Exhibit 246 was
6 marked for identification by the
7 Court Reporter.)

8 BY MR. CHEW:

9 Q Have you ever seen this document before?

10 A I believe so.

11 Q What is it?

12 A It's a termination -- it's a letter by
13 Michael Sinclair who is our chief counsel to Johnny
14 Depp's representatives who at the time was still
15 Jake Bloom, explaining the conditions and
16 commitments that Johnny Depp still owes to us, even
17 though he has terminated us.

18 Q And to your knowledge, is what's stated by
19 Mr. Sinclair in this matter true and accurate?

20 A Yes.

21 Q And I believe you testified earlier in the
22 prior case that UTA had received 65 million
23 dollars --

24 A Yes.

25 Q -- at this time, 10 percent of the

1 650 million?

2 A Yes.

3 Q But UTA retained certain future rights;
4 correct?

5 A Yes.

6 Q Would you describe those for us, please.

7 A All the movies that I had negotiated with
8 Jake, prior to his terminating me, which were many,
9 that he had finalized deals on.

10 Q So in addition to the 650 million that UTA
11 received, there would be many millions more in the
12 future; correct?

13 A Yes.

14 MR. FREEDMAN: Objection --

15 THE WITNESS: Sorry.

16 MR. FREEDMAN: -- misstates the testimony.

17 BY MR. CHEW:

18 Q Well, you can correct me.

19 So in addition to the -- I did misstate.

20 In addition to the 65 million that UTA
21 received, you anticipate that UTA would receive many
22 millions more based on your prior efforts; correct?

23 A Yes --

24 MR. FREEDMAN: Objection; calls for
25 speculation, calls for a legal conclusion.

1 BY MR. CHEW:

2 Q Your lawyer was -- you said yes, and you
3 were going to say something else.

4 You may answer.

5 MR. FREEDMAN: You can answer.

6 THE WITNESS: Yes, for several years to
7 come.

8 BY MR. CHEW:

9 Q And please correct me if I'm wrong, that
10 would include series; correct?

11 Well, let me "answer" it again.

12 Let's assume that there is a "Fantastic
13 Beast 3," would UTA be entitled to its 10 percent?

14 MR. FREEDMAN: Objection; calls for a legal
15 conclusion, calls for disclosure of confidential
16 settlement documents, and calls for speculation.

17 BY MR. CHEW:

18 Q You may answer.

19 A All of them. Every one of them. They were
20 all negotiated while he was a client.

21 Q Right.

22 So the answer to the question is, if there
23 is going to be a "Fantastic Beast 3," --

24 A Or 4 or 5.

25 Q -- UTA expects its 10 percent?

1 A Yes.

2 Q And that could -- I'm not asking you to
3 speculate, but it could theoretically be in the tens
4 of millions of dollars; correct?

5 A It's doubtful, but yes.

6 Q Is this attachment to Mr. Sinclair's
7 letter, which is Exhibit A to that letter,
8 purporting to be a complete list of the projects
9 that you and your agency brought to Mr. Depp to
10 which you're entitled to 10 percent commission?

11 A I believe so.

12 Q Was there any pushback from anyone with
13 respect to this letter?

14 MR. FREEDMAN: Objection; vague and
15 ambiguous.

16 BY MR. CHEW:

17 Q Let me ask a better question.

18 To your knowledge, did anybody respond to
19 Mr. Sinclair's letter by saying, oh, this particular
20 project is not included -- or was there any
21 pushback, any objection, if you know?

22 MR. FREEDMAN: If you know.

23 THE WITNESS: As far as I know, there was
24 not a response. I'd have to look at Michael
25 Sinclair for that.

1 Is that correct?

2 Sorry.

3 MR. FREEDMAN: Just answer the question.

4 BY MR. CHEW:

5 Q That's okay. I'm only asking what you
6 know.

7 A Right.

8 Q Is it contemplated or has it been discussed
9 that there will be or might be "Fantastic Beast"
10 movie beyond picture 3, because we have listed here
11 pictures 4 and 5?

12 A Yes.

13 MR. FREEDMAN: Objection --

14 THE WITNESS: Okay.

15 MR. FREEDMAN: -- vague and ambiguous,
16 calls for speculation.

17 If you know.

18 THE WITNESS: Yes.

19 BY MR. CHEW:

20 Q What is the basis of you saying that 3, 4
21 and 5 have been discussed?

22 A They've been discussed with both Johnny,
23 his representatives and Warner Bros.

24 Does that guarantee them? No.

25 Q I didn't ask about --

1 A If they get made, yes.

2 Q Understood.

3 When was the last time you spoke with
4 Mr. Depp?

5 A Two years and seven months ago.

6 Q Was that October 27th, 2016?

7 A That's when he slammed the phone down on me
8 and woke me up in the middle of the night.

9 Q Now, you testified at your last deposition
10 that Mr. Depp was very generous where you were
11 concerned; correct?

12 A Some --

13 MR. FREEDMAN: Objection; misstates the
14 testimony.

15 BY MR. CHEW:

16 Q I'll just ask -- actually, she did say
17 that.

18 Was Mr. Depp generous?

19 A Sometimes.

20 Q Isn't it true that you asked him to buy you
21 gifts that were worth more than 10,000 dollars?

22 A Sometimes.

23 Q Why would you do that?

24 THE WITNESS: Brian?

25 MR. FREEDMAN: You can answer.

1 (Whereupon, a discussion was held
2 off the record between the witness
3 and Mr. Freedman.)

4 MR. CHEW: I would prefer that the witness
5 not engage her counsel in the middle of answering a
6 question.

7 THE WITNESS: Last time I said yes, and
8 here is what I would like to add to that --

9 BY MR. CHEW:

10 Q Well, that's not the question.

11 A Okay. Yes.

12 Q Your counsel can rehabilitate you when he
13 does redirect, but --

14 MR. FREEDMAN: Could you read the question
15 back.

16 I think he said, "why would you do that?"
17 I think that's the question. She's allowed to
18 answer that question.

19 THE WITNESS: I was trying to answer that.

20 BY MR. CHEW:

21 Q You were trying to talk to your lawyer.

22 A I just wanted to make sure I --

23 MR. FREEDMAN: You don't have to say what
24 you talked to your lawyer about.

25 Can you read the question back.

1 (The record was read as follows:

2 Q Why would you do that?)

3 THE WITNESS: Am I allowed to give an
4 answer?

5 MR. FREEDMAN: Yeah.

6 BY MR. CHEW:

7 Q Yes.

8 A It was a joke between the two of us. I
9 would buy him extraordinarily expensive gifts, often
10 with Jake, for start dates, birthdays,
11 anniversaries, anything, and occasionally. And not
12 for at least 11 years had he bought me anything. It
13 was very occasionally.

14 Q But you're saying it was reciprocal?

15 A Yes.

16 Q But there were occasions on which you asked
17 him to buy you particular gifts; correct?

18 A In a joking manner, yes.

19 Q And notwithstanding the joking aspect of
20 it, he complied with your request?

21 A Occasionally.

22 MR. CHEW: We don't need to mark this --
23 I'm sorry. We do.

24 MR. VASQUEZ: 247.

25 ///

1 (Whereupon, Plaintiffs Exhibit 247 was
2 marked for identification by the
3 Court Reporter.)

4 BY MR. CHEW:

5 Q Ms. Jacobs, showing you what's been marked
6 Exhibit 247. It purports to be an e-mail from you
7 to Mr. Bloom and his assistant and some other
8 people.

9 A Uh-huh.

10 Q (Reading):

11 "Joel has given me permission
12 to ask for advance per tax
13 situation."

14 Do you have any recollection about what
15 this was about?

16 A No. Probably just needed some money, for
17 whether it was taxes or anything else. And in every
18 deal, I was virtually asking for advances, including
19 the last "Fantastic Beast."

20 Q Does this refresh your recollection about
21 what role, if any, Mr. Bloom had with respect to
22 handling Mr. Depp's tax situation?

23 A No. Frankly, it seems like a Joel Mandel
24 issue.

25 Q Why were you sending it to Mr. Bloom?

1 MR. FREEDMAN: Objection; misstates the
2 document, document seems to indicate it's sent to
3 Joel, Christi.

4 BY MR. CHEW:

5 Q Who's JAB?

6 A Jake Bloom.

7 Q And he's the first recipient; correct?

8 A I don't put mine in order.

9 Q Oh.

10 A As long as I've covered everyone.

11 MR. VASQUEZ: Is that multiple pages?

12 THE WITNESS: I'm sorry?

13 MR. VASQUEZ: Is that exhibit multiple
14 pages?

15 THE WITNESS: I only got that (indicating).

16 (Whereupon, Plaintiffs' Exhibit 248 was
17 marked for identification by the
18 Court Reporter.)

19 BY MR. CHEW:

20 Q This purports to be -- Exhibit 248 appears
21 to be an e-mail exchange between you and Christi
22 Dembrowski; is that correct?

23 A Apparently. That's what it says.

24 Q Directing your attention to an e-mail
25 toward the bottom of the first page, you explain:

1 "We're going to deal with
2 Shep on money of the 'Vampires.'
3 I talked to Jay about it. Shep
4 is ripping him off."
5 Who is Shep?

6 A Shep Gordon manages Alice Cooper.

7 Q What were you intending to convey when
8 saying that Shep was ripping Johnny off?

9 A I felt -- you know, I was not involved in
10 his music at all, say, this one or two particular
11 things, and I just felt like I wanted to comment as
12 his agent on the fact that I was pushed by Johnny,
13 Christi, Jake and Joel at the time to get him movie
14 offers where he could pay off his debts.

15 And instead, he was going to be working
16 very cheaply, like 200,000 dollars to tour around
17 Europe for three months with his band. And then I
18 was chastised by Christi and Johnny and I was not
19 involved from that point on.

20 Q Did you ever discuss your concerns with
21 Jake Bloom?

22 A Yes.

23 Q When did you discuss it with him?

24 A At the time I'm sure very close to this
25 memo.

1 Q What was the substance of your
2 conversations?

3 A Exactly what I just said to you.

4 Q How did he respond?

5 A I don't recall his exact response, but I
6 was upset about this because Johnny always conveyed
7 to me he had to work and Joel Mandel said he needed
8 to make a lot of money, as did Christi. And this
9 flew in the face of what I had been instructed to do
10 and Christi was doing exactly what Johnny wanted her
11 to do, which was nothing to do with him making
12 money.

13 There was no opportunity for him to make
14 more than a very small amount of money when he
15 apparently needed the cash.

16 Q When you expressed this concern to Jake,
17 what did he say about it?

18 MR. FREEDMAN: Objection; misstates the
19 testimony.

20 BY MR. CHEW:

21 Q Did you express this concern to Jake?

22 A Yes.

23 Q How did he respond?

24 A I don't remember.

25 Q Do you remember -- I mean, this is a pretty

1 big deal; right?

2 Do you have any idea -- did Jake agree with
3 you?

4 A He understood what I was saying, but he
5 wasn't controlling it. It was all Christi.

6 Q Well, Jake was the entertainment lawyer;
7 right?

8 A This is a music issue.

9 Q Music is entertainment?

10 A Right. They have an entertainment lawyer
11 named Candace.

12 Q Candace Hanson; right?

13 A I think she was involved in this with Jake.

14 Q What steps, if any, did Candace Hanson and
15 Jake Bloom take to rein this in?

16 A I have no idea.

17 Q What steps, if any, did Jake Bloom, Candace
18 Hanson or Bloom Hergott take with respect to your
19 concern that Shep was ripping him off?

20 A I'll say it once more, which is Johnny and
21 Christi were not interested in any of our opinions.

22 Q That's not the question.

23 MR. FREEDMAN: You can go ahead and finish.

24 BY MR. CHEW:

25 Q Lawyers have duties --

1 MR. FREEDMAN: You can go ahead and finish
2 your answer.

3 THE WITNESS: It's not a lawyer's duty to
4 tell a client what to do and not what to do.

5 BY MR. CHEW:

6 Q Really?

7 A No. Unless they're walking -- I don't
8 know.

9 MR. FREEDMAN: If you keep interrupting
10 her, I'm going to conclude the deposition.

11 MR. CHEW: I'll do the same thing if you
12 keep interrupting her and counseling her during the
13 middle of the questions.

14 MR. FREEDMAN: Great. Then we should both
15 cancel it right now.

16 MR. CHEW: If you want to pay our bills for
17 coming back --

18 MR. FREEDMAN: Let her finish the
19 question -- let her finish answering the questions.

20 BY MR. CHEW:

21 Q Do you have anything more to finish with
22 respect to the question?

23 A I don't remember what the question was.

24 MR. CHEW: Let's read back the question,
25 D'Anne, please.

1 (The record was read as follows:

2 Q What steps, if any, did Jake
3 Bloom, Candace Hanson or Bloom
4 Hergott take with respect to your
5 concern that Shep was ripping him
6 off?)

7 THE WITNESS: And my answer is I don't
8 know.

9 BY MR. CHEW:

10 Q Let's go to the top of the page where
11 you're responding to Christi Dembrowski.

12 You say:

13 "I feel really bad that you
14 think I don't."

15 What are you telling her there?

16 A That she was throwing me under the bus with
17 Johnny for telling him the truth about this music
18 situation. And her job was to enable and support
19 anything and everything that Johnny ever wanted to
20 do, and that is a consistent pattern for years.

21 Q You were doing what you thought was right
22 for your client?

23 A Correct.

24 Q And you were doing it even though it was
25 making you unpopular; correct?

1 A Correct.

2 Q And you did that because you cared about
3 Johnny and that's what you do for a client; correct?

4 A Correct.

5 Q And you said, "Why don't you ask Jake."
6 Why did you say that?

7 A I must have said to Jake what I just said
8 to you, which is that I was concerned about this.

9 Q Shouldn't he have been doing the same
10 thing?

11 A He --

12 MR. FREEDMAN: Objection; assumes facts not
13 in evidence, calls for a legal conclusion.

14 You can answer.

15 THE WITNESS: I don't know.

16 BY MR. CHEW:

17 Q Do you know what specifically Candace
18 Hanson did with respect to Johnny's music
19 activities?

20 A No, I don't.

21 Q Do you know how much time she spent?

22 A No, I don't.

23 Q Did you ever -- have you ever spoken with
24 Candace Hanson?

25 A Maybe once or twice over the years.

1 Q Have you ever spoken with Jake about
2 Candace Hanson?

3 A Yes.

4 Q What was the nature --

5 A I had just asked him initially what she was
6 doing with Johnny and I was told she's their music
7 liaison and that she would be helping on that front.

8 (Whereupon, Plaintiffs' Exhibit 249 was
9 marked for identification by the
10 Court Reporter.)

11 BY MR. CHEW:

12 Q Showing you what's been marked as
13 Exhibit 249 for identification. It purports to be
14 an e-mail from you to Joel Mandel, copy to Christi
15 dated September 2, 2015.

16 Explain to us, please, what you were
17 conveying here.

18 A I was told by Jake -- sorry.

19 I was told by Christi and Joel exactly what
20 this e-mail says. I was told that either at the end
21 of August -- no -- sometime in August, that in order
22 to pay his debts, that he would need to make 25
23 million dollars by the end of December 2015, in
24 August.

25 Q And you're saying, "What are you doing,"

1 with five question marks.

2 A I'm saying that's never going to happen.

3 Q Did you discuss this with Jake Bloom?

4 A I'm sure I did.

5 Q Do you have any idea how he responded?

6 A No, I don't remember.

7 Q Was this before -- how many Tryon loans
8 were there, if you know?

9 A I have no idea.

10 MR. FREEDMAN: Objection; calls for
11 speculation.

12 BY MR. CHEW:

13 Q Was this before or after the first?

14 MR. FREEDMAN: Objection; calls for
15 speculation.

16 THE WITNESS: I have no idea.

17 (Whereupon, Plaintiffs' Exhibit 250 was
18 marked for identification by the
19 Court Reporter.)

20 BY MR. CHEW:

21 Q Showing you, Ms. Jacobs, what's been marked
22 as Exhibit 250.

23 Who is Andrew Thau?

24 A He is our COO of UTA.

25 Q When he's telling you on Thursday,

1 September 10, 2015: "I have the person for Jake to
2 speak with," do you have any idea what he's
3 referring to there?

4 A I have an idea; although, I might be wrong
5 that it had to do --

6 Am I allowed to ask anyone about this?

7 MR. FREEDMAN: No.

8 THE WITNESS: I'm not exactly sure. I
9 don't -- I'm not sure if it was for Johnny to get a
10 loan or for us to help him with a loan. It was one
11 or the other. It had to do with getting a loan and
12 he was referring to whomever that head person was at
13 the bank who was a decision maker.

14 BY MR. CHEW:

15 Q What, if any -- who is Fahar?

16 A Good question. I wish I could tell you.
17 So I'll tell you what I know, which is he's somehow
18 wormed his way into Johnny's life in Europe. His
19 big claim to fame was being a friend of Saudi
20 Princes and he was going to bring Johnny much money
21 to the projects, which we couldn't raise money for,
22 for Infinitum Nihil. To this day, I have no idea
23 what he does. He's a fraud.

24 Q What is your basis for asserting that he is
25 a fraud?

1 A Everything he said and none of it came to
2 pass.

3 Q What did he say that did not come to pass?

4 A He was going to raise millions of dollars,
5 he was going to use the Saudi Prince's money to do
6 that. And what happened is Johnny ended up spending
7 several months in Ibiza and elsewhere vacationing on
8 a boat with Saudi Princes.

9 Q You have a good Catalan pronunciation.

10 A Ibiza?

11 Q Yes.

12 A Thank you. Barcelona. There you go.

13 Q I studied in Barcelona.

14 (Whereupon, Plaintiffs' Exhibit 251 was
15 marked for identification by the
16 Court Reporter.)

17 BY MR. CHEW:

18 Q Showing you, Ms. Jacobs, what's been marked
19 for identification as Exhibit 251.

20 Just ask you about the top e-mail from you
21 to Christi, RE "The Ginger Man."

22 What does "The Ginger Man" refer to?

23 MR. FREEDMAN: Before you -- read the
24 entire document that's in front of you before you
25 the answer the question, please.

1 (Document reviewed by the witness.)

2 THE WITNESS: Okay. What's the question?

3 BY MR. CHEW:

4 Q The question is: What does "The Ginger
5 Man" refer to?

6 A "Ginger Man" is another project that
7 Infinitum Nihil was trying to bring to fruition and
8 Fahar said that he could get the money.

9 Q And you're telling Christi on March 24th:
10 "How do you want to deal with

11 this? I don't want to get
12 involved with the bank."

13 What were you referring to?

14 A I'm referring to Fahar saying he could go
15 to Banc of California and get a loan for Johnny that
16 would financially subsidize the making of this film,
17 which again, never happened.

18 Q Did Christi respond to your question: How
19 do you want to deal with this?

20 A According to this, no.

21 Q When you said to her, "I don't want to get
22 involved with the bank," what were you intending to
23 convey?

24 A What I was conveying is that I don't trust
25 Fahar. This is a terrible way of doing business and

1 he's a liar.

2 (Whereupon, Plaintiffs' Exhibit 252 was
3 marked for identification by the
4 Court Reporter.)

5 BY MR. CHEW:

6 Q Showing you what's been marked as
7 Exhibit 252. Purports to be a message -- an e-mail
8 from you to Jake Bloom, Christi Dembrowski, Joel,
9 someone else.

10 A Michael Schenkman.

11 Q Michael Schenkman.

12 You say:

13 "Crossed to 208 million,"
14 exclamation point.

15 Do you know what that refers to?

16 A The worldwide gross of the movie.

17 Q You said "Japan was" -- the movie was "Into
18 the Woods"?

19 A Yes.

20 Q You say:

21 "Japan was huge."

22 I take it that's --

23 A It was a huge territory that did well for
24 the movie.

25 Q You say:

1 "We are owed some back end,"
2 exclamation point.

3 What were you referring to there?

4 A We were owed some back end and we were paid
5 some back end, which continues to pay.

6 After this, I would like to take a break to
7 go use the bathroom.

8 MR. CHEW: We can do it right now.

9 THE WITNESS: No. We can finish this last
10 thing.

11 MR. CHEW: We still have a sandwich for
12 you.

13 THE WITNESS: No.

14 THE WITNESS: Oh, Michael left. I didn't
15 even see.

16 (Whereupon, Plaintiffs Exhibit 253 was
17 marked for identification by the
18 Court Reporter.)

19 BY MR. CHEW:

20 Q Showing you what's been marked as
21 Exhibit 253. It's an e-mail from you to people at
22 Lionsgate.

23 Who were Mr. Friedman and Mr. Feig?

24 A Rob Friedman at the time was the chairman
25 of Lionsgate. He no longer is. And Eric Feig, I

1 believe, was the president and he no longer is.

2 Q And are you telling them here that Johnny
3 thinks the script is great?

4 A No. I'm telling them that Gwyneth Paltrow
5 thinks it is. That says "GP Mordechai," who starred
6 in the movie with Johnny.

7 Q Gotcha.

8 You said I told her -- that's Gwyneth
9 Paltrow --

10 A Uh-huh.

11 Q -- that Johnny took a financial haircut.
12 What are you referring to here?

13 A That Johnny didn't get paid 20 million
14 dollars; he got 15 with a back end instead.

15 Q What was the purpose of sending this
16 e-mail?

17 A To confirm with the heads of the studio
18 that we were doing everything we could to get the
19 movie made, because "Mordechai" was actually a movie
20 that Johnny and Christi developed that was put into
21 turnaround from Warners, and I set it up with Jake
22 at Lionsgate.

23 Q What did Jake do?

24 A Jake was very close to Robby Friedman and
25 was very helpful and we set it up together very

1 quickly.

2 Q And this deal did get done?

3 A Yes. The movie got made.

4 MR. CHEW: Okay. Why don't we take a
5 break.

6 THE WITNESS: That would be great.

7 THE VIDEOGRAPHER: We're going off the
8 record. The time is 3:43 p.m.

9 (Whereupon, a recess was held
10 from 3:43 p.m. to 3:59 p.m.)

11 THE VIDEOGRAPHER: We're back on the
12 record. The time is 3:59 p.m.

13 BY MR. CHEW:

14 Q Good afternoon, again, Ms. Jacobs.
15 When did you first meet Jake Bloom?

16 A I don't recall exactly.

17 Q What do you recall generally?

18 MR. FREEDMAN: About anything?

19 BY MR. CHEW:

20 Q About when you had met Jake Bloom?

21 A Must have been 20 or so years ago.

22 Q Do you remember the occasion on which you
23 met him?

24 A No.

25 Q What matters, if any, have you worked on

1 with Bloom at Bloom Hergott besides those involving
2 Mr. Depp?

3 MR. FREEDMAN: I'll instruct you not to
4 answer as to the particular client names.

5 THE WITNESS: Sorry.

6 BY MR. CHEW:

7 Q You may answer.

8 A You just told me not to.

9 Q No.

10 MR. FREEDMAN: Client names. You can say I
11 worked on client A, I worked on client B.

12 THE WITNESS: I worked on another client
13 with him, but many, many years after he signed
14 Johnny Depp.

15 BY MR. CHEW:

16 Q Was it just one?

17 A Uh-huh.

18 Q How many clients do you have in common?

19 A Now we --

20 MR. FREEDMAN: Objection; vague.

21 BY MR. CHEW:

22 Q At any time.

23 A I just have one.

24 Q When you were working with Mr. Depp, how
25 often would you meet with Jake Bloom over the years?

1 A Not often.

2 Q Just when you had a deal?

3 A Yes. Or we had an occasional lunch. Most
4 of it was done on the phone.

5 Q Did you e-mail with him?

6 A Yes.

7 Q How often?

8 A Depending on what we were doing, could have
9 been every day.

10 Q Did you ever text with Mr. Bloom?

11 A No.

12 Q Did he not text?

13 A He doesn't e-mail or text. You do it
14 through his assistant, who's extremely good at
15 communicating.

16 Q How often, if at all, do you see Mr. Bloom
17 socially?

18 A Occasionally.

19 Q How many times a year?

20 A Two or three.

21 Q When was the last time you saw or spoke
22 with Mr. Bloom?

23 A It might have been an art opening in the
24 last six months. I don't remember exactly.

25 Q What, if anything, did you discuss?

1 A Nothing.

2 Q You just said hello?

3 A Yeah. How are you?

4 Q Have you ever discussed this litigation
5 with Mr. Bloom?

6 A No.

7 Q Did you ever discuss the TMG litigation
8 with Mr. Bloom?

9 A No.

10 Q Since being dismissed by Mr. Depp, what
11 conversations have you had with Mr. Bloom?

12 A About what?

13 Q About Johnny Depp.

14 A I try not to. I don't think I have, other
15 than when he first dismissed me. He had not fired
16 Jake; he fired me.

17 Q What conversations did you have with
18 Mr. Bloom after Mr. Depp fired you?

19 A How upset I was.

20 Did he know anything about it?

21 Is he staying on?

22 Had Johnny fired him?

23 Q How did Mr. Bloom respond?

24 A He hadn't been fired, so I didn't get into
25 it with him.

1 Q What did he say about whether he knew
2 whether you had been dismissed?

3 A He said he felt terrible.

4 Q Did he say he knew about it?

5 A It sounded like he did.

6 Q But he didn't give you the heads-up?

7 A I don't think he knew.

8 Q I thought you said you thought he did know
9 about it?

10 A No. I think he knew after the fact. I
11 think the person that knew was Ed White who did not
12 give me the heads-up.

13 Q When did you first meet Joel Mandel?

14 A When Christi hired him. I don't know how
15 long he was with Johnny. That's the one I know
16 least about.

17 Q Have you ever worked on any matters with
18 Mr. Mandel despite -- besides Mr. Depp?

19 A No.

20 Q Did you know the terms on which Mr. Mandel
21 or TMG was paid?

22 A No.

23 Q How often would you meet with Mr. Mandel?

24 A Rarely.

25 Q How often would you speak with him?

1 A Not very often. Everything was in e-mail.
2 You see where he's copied.

3 Q Do you ever have -- had you ever had any
4 meetings where Mr. Mandel and Mr. Bloom and you were
5 all present?

6 A Not that I can recall.

7 Q When you were representing Mr. Depp, did
8 you ever work with any attorneys other than Bloom
9 Hergott?

10 A Yes.

11 Q Who?

12 A Blair Burke and Laura Wasser.

13 Q And what were Blair Burke and Laura Wasser
14 doing for Mr. Depp?

15 A During his divorce action, Blair Burke was
16 his criminal lawyer and Laura was his divorce
17 lawyer.

18 Q Other than Ms. Burke and Ms. Wasser, had
19 you ever worked with any other lawyers for Mr. Depp
20 other than Bloom Hergott?

21 A No.

22 MR. FREEDMAN: Objection; vague and
23 ambiguous.

24 You can answer.

25 THE WITNESS: Not that I can recall.

1 BY MR. CHEW:

2 Q Did you ever work with Marty Singer in
3 connection with Johnny Depp?

4 A I did speak to him very occasionally, yes.

5 Q What services did Mr. Singer provide for
6 Mr. Depp?

7 A I don't know. I never hired him, but I
8 presume it was to defend Johnny in some litigation.

9 Q Do you know the particulars of the
10 litigation?

11 A No.

12 Q Other than Ms. Burke, Ms. Wasser and
13 Mr. Singer, did you have any dealings with any other
14 lawyers for Mr. Depp other than Bloom Hergott?

15 A Not that I remember, but maybe there is
16 someone. I literally have no recollection.

17 Q So Ms. Burke and Ms. Wasser helped Mr. Depp
18 in connection with his divorce from Amber Heard; is
19 that correct?

20 A Yes.

21 Q What, if anything, did Mr. Bloom or Bloom
22 Hergott do in connection with the divorce?

23 A I have no idea. I never spoke to Jake
24 about the divorce.

25 Q So you don't know what he did or what he

1 did not do?

2 A No. I only spoke to Laura Wasser, Blair
3 Burke and Christi Dembrowski.

4 MR. CHEW: Previously marked fortunately.
5 This is Exhibit 206.

6 Hurt my surgically repaired elbow throwing
7 these things.

8 (Whereupon, Plaintiff's Exhibit 206 was
9 previously marked for identification by
10 the Court Reporter.)

11 MR. FREEDMAN: Do you want her to read the
12 whole thing?

13 THE WITNESS: Let me get back to you in a
14 week from next Tuesday.

15 MR. CHEW: She wants to be here till 9:00.

16 THE WITNESS: I know what this is. I wish
17 people would spell my name correctly.

18 It is the executed deal for the first
19 "Pirates of the Caribbean."

20 BY MR. CHEW:

21 Q Do you know who prepared the first draft of
22 this?

23 A Disney.

24 Q It says -- and to whom did Disney present
25 this draft?

1 A To Jake.

2 Q To your knowledge, did -- it was Disney
3 which came up with the front end and back end?

4 A Correct. But this isn't the deal that
5 was -- ended up being agreed to. That's why Johnny
6 was so upset.

7 Q Were -- the financial terms, did they stay
8 the same from the beginning to the end?

9 A No.

10 Q How did they change?

11 A I think I said this earlier as well. He
12 had to reduce his fee several million dollars in
13 order to do "Pirates." What it says here is not
14 what he got paid. So this could have been the first
15 agreement, but it was not what ended up happening in
16 the last moments before it happened. We were told
17 by the studio that he was going to have to reduce
18 from 10 million dollars to 6 1/2 million dollars.

19 Q Okay. Directing your attention to the
20 first page under paragraph 2.

21 A Yes.

22 Q Is that a standard clause?

23 A Seems to be.

24 Q Did that change going forward?

25 A I'm not a lawyer. I have no idea.

1 Q Let's move ahead to Bates number 6959.

2 A 6959?

3 Q Yes.

4 A Okay. Is this Exhibit CB?

5 Q Yes.

6 A Uh-huh.

7 Q Do you know what this was about?

8 A No. I can't read it in five seconds and
9 respond.

10 Q Take your time.

11 A This is not something ordinarily that I
12 would be dealing with.

13 Q What would you be dealing with?

14 A I'd be dealing, as I said before, with the
15 basic terms of negotiation. These are things that,
16 frankly, for me are more legal related and what the
17 lawyers would make the decisions on because they're
18 more knowledgeable than I am.

19 Q Were you -- were there calls on which these
20 terms were discussed?

21 A Endless.

22 Q Were you a party to those calls?

23 A Yes.

24 Q But sitting here today, you don't recall --

25 A Oh, I don't recall this particular exhibit,

1 no.

2 Q Which lawyers for Bloom Hergott were
3 involved in the negotiation of this deal as it went
4 forward?

5 A Other than Jake?

6 Q Other than Jake?

7 A Michael Schenkman.

8 Q Anybody else?

9 A Nope.

10 MR. CHEW: This has been previously marked
11 as Exhibit 207, so you don't have to mark it again.

12 (Whereupon, Plaintiff's Exhibit 207 was
13 previously marked for identification by
14 the Court Reporter.)

15 BY MR. CHEW:

16 Q Have you ever seen this document before?

17 A I'm sure I have.

18 Q What is it?

19 A It's an acting agreement between the Walt
20 Disney Corporation and Johnny Depp for his services
21 on "Alice in Wonderland."

22 Q And, again, did the first draft come from
23 Disney?

24 A Yep.

25 Q What do you remember about the negotiations

1 going forward for this movie?

2 A Specifically what are you referring to?

3 Q Well, you seem to have a recollection about
4 the deal for the first "Pirates."

5 A The deal here is what the deal is that we
6 made.

7 Q Right. But I'm saying --

8 A There might be changes that I can't divine
9 by looking at all of this.

10 Q But unlike "Alice" where you recalled that
11 the deal changed over time --

12 A Because he was an enormous star by the time
13 "Alice" -- the deal was made. It was a much easier
14 deal to make.

15 Q How much time did it take to finalize the
16 deal from the time it was first sent to the time it
17 was signed?

18 A I have no idea.

19 Q But you said it was easier than the last;
20 correct?

21 A The deal itself was easier. That has
22 nothing to do with how the contract is finally
23 executed.

24 Q Do you have any understanding of how long
25 it took to execute the contract?

1 A No. But it got executed. Usually it takes
2 quite a while with any client.

3 Q But you don't recall in particular?

4 A I do not.

5 Q And the lawyers from Bloom Hergott who
6 would have been involved with this are Mr. Bloom and
7 Mr. Schenkman?

8 A Correct.

9 Q Anybody else?

10 A Not that I know, no.

11 Q Now, with respect to the back end, how does
12 UTA calculate its 10 percent interest?

13 MR. FREEDMAN: Objection; assumes facts not
14 in evidence, calls for speculation.

15 If you know.

16 THE WITNESS: You want me to answer it?

17 BY MR. CHEW:

18 Q Yes.

19 A We collect 10 percent of all his
20 receivables.

21 Q Right.

22 And so is that the audit process?

23 A I don't understand.

24 Q How do you keep track of the 10 percent?

25 A Because we have accountants, we have many

1 people, he has a business manager. We didn't
2 receive the checks. They went directly to his
3 business manager. He would compute that and send us
4 the checks.

5 Q Right. That's what I'm getting at.

6 But you have your own 10 percent interest
7 in that, so I'm asking you whether UTA does any of
8 its own independent auditing to make --

9 A I have no idea the answer to that.

10 Q Is it fair to say that you relied on
11 Mr. Depp's business manager or Bloom Hergott to
12 determine what the 10 percent was?

13 MR. FREEDMAN: Objection; vague and
14 ambiguous.

15 You personally relied on?

16 THE WITNESS: I have nothing to do with an
17 auditing process as far as checks being sent to UTA.
18 They didn't come from us.

19 BY MR. CHEW:

20 Q You're on the board of your company; right?

21 A Yes. But I don't think if you asked any
22 board member, they could explain to you the audit
23 process between the business manager and the agent.

24 Q I'm not asking about the particulars.
25 My question was: Does UTA do anything

1 independently to verify the back-end compensation?

2 A We have --

3 MR. FREEDMAN: Objection; vague and
4 ambiguous.

5 You can answer.

6 BY MR. CHEW:

7 Q You may answer.

8 A We've helped people -- usually audits in
9 the entertainment business are done by auditors.
10 Clients will collectively group together. And in
11 the case of any of Johnny's movies with Bruckheimer,
12 Johnny and whoever else had major participation,
13 particularly gross participation, and hire an
14 outside auditor. The agencies don't do that.

15 Q Who, if anyone, at Bloom Hergott performed
16 that function with respect to Johnny's film?

17 A Again, I don't understand the question.
18 Jake's not an auditor.

19 Q What about Michael Schenkman?

20 A Neither one of them. No lawyer at a law
21 firm is responsible for the auditing. Every lawyer,
22 every law firm knows auditors and auditors are
23 brought in independently of the particular specific
24 lawyers to verify if the numbers are correct, which
25 they usually aren't from the studio.

1 Q Who makes the decision to engage --

2 A In this case I really don't know, but I
3 know they audited as a group several times and I'm
4 sure still are.

5 Q So you're not familiar that Mr. Schenkman
6 played that role at Bloom Hergott for Johnny?

7 MR. FREEDMAN: Objection; misstates
8 testimony.

9 THE WITNESS: I have no idea.

10 MR. FREEDMAN: Calls for speculation.

11 THE WITNESS: I don't know.

12 BY MR. CHEW:

13 Q Did Mr. Schenkman ever send you any
14 reminder notices concerning deadlines?

15 A About what?

16 Q About the audit process.

17 A Never. Neither has any lawyer.

18 Q Sitting here today, do you have any
19 understanding of how many hours Mr. Bloom or Bloom
20 Hergott would spend on a particular deal?

21 A No. But I can only imagine Johnny Depp
22 took more hours than all of his clients combined.

23 Q And what is the basis for that?

24 A Because I know how much time and life force
25 he drained from all of us.

1 Q Are you -- do you know all of Bloom
2 Hergott's clients?

3 A No.

4 Q So you don't know how much life force that
5 any one of them may have drained --

6 A I guess you could say --

7 MR. FREEDMAN: Objection; it calls for
8 speculation on "life force."

9 THE WITNESS: -- speculation.

10 MR. CHEW: Well, she was the one who said
11 it.

12 MR. FREEDMAN: We're planning on bringing
13 in a life force testimony --

14 MR. CHEW: Good. You're going to need it.

15 THE WITNESS: After this testimony.

16 MR. FREEDMAN: Jedi.

17 BY MR. CHEW:

18 Q Do you have any idea how long it would take
19 to modify a perk list for a particular film?

20 A No idea.

21 MR. FREEDMAN: Objection; asked and
22 answered.

23 BY MR. CHEW:

24 Q Ms. Jacobs, you testified earlier about
25 some of the payouts to the advisors made pursuant to

1 the Tryon loan.

2 Sitting here today, do you know whether
3 Mr. Bloom ever discussed that with his client?

4 A I have no idea.

5 Q Do you have any idea what, if any,
6 disclosures Mr. Bloom may have made to Mr. Depp
7 about the Tryon loan?

8 A That sounds like the same first question
9 you asked me and my answer is going to be the same.
10 I don't know. I would assume so, but I don't know.

11 Q Do you know what role, if any, the law firm
12 of Gibson Dunn played in that transaction?

13 A No.

14 Q Do you know who was supposed to be
15 representing Mr. Depp in that transaction?

16 MR. FREEDMAN: Objection; calls for a legal
17 conclusion, calls for speculation.

18 THE WITNESS: Nope.

19 BY MR. CHEW:

20 Q Now, we can go through film by film, but
21 generically speaking, when you said you involved
22 Jake at the inception of the negotiations, who did
23 what?

24 A You're going to have to give me a more
25 specific question. I think -- again, I've explained

1 that in several different questions you've asked,
2 which is I would procure the job because it's
3 against the law for a lawyer to do that and I would
4 then immediately get in touch with Jake Bloom and
5 start a conversation about the structure and
6 strategy about how to do the deal best.

7 Q And then the studio would send the draft
8 deal; correct?

9 A No. The studio would not immediately send
10 a draft. That's the last thing you get.

11 Q Okay.

12 A The studio -- we would be on the phone
13 together, Jake and I and whoever the head of that
14 studio's business affairs was, and have a
15 conversation with them about what we think the deal
16 should be and what they think the deal should be and
17 then it becomes a negotiation.

18 Q And after the negotiation, then the draft
19 contract comes from the studio?

20 A No. You keep saying the draft comes in,
21 like it's magic.

22 Q Well, walk us through the steps.

23 A The steps are: I get an offer. I call
24 Jake. I say to Jake: I have an offer on "Alice."
25 Let's talk about how much money he gets. So we

1 would strategize and structure.

2 If Jake had a relationship with Disney,
3 which he did, very close one with a guy name Alan
4 Bergman who is now co-chairman of the Disney
5 Corporation since the Fox acquisition, and he would
6 speak to them and we would discuss what we think is
7 appropriate and how we would go about getting it.

8 And then we would get Disney's offer, then
9 we would speak again and discuss what part of it
10 makes sense, what doesn't and we would negotiate
11 fees.

12 Q And what's the next step after that?

13 A You just keep negotiating. It goes on for
14 some time. And you have to go back to the client to
15 say: This is what we've been offered. You have a
16 fiduciary responsibility.

17 That takes time, especially to get Johnny
18 on the phone, which always took extra time, and
19 usually we'd have to start with Christi by telling
20 her the deal.

21 Q You refer to "fiduciary responsibility."
22 What's that?

23 MR. FREEDMAN: Objection; calls for a legal
24 conclusion.

25 MR. CHEW: It's her term.

1 THE WITNESS: I didn't realize I was a
2 lawyer here.

3 Fiduciary responsibility is to the client
4 so that we have a legal responsibility to inform the
5 client about what is going to directly impact him or
6 her in terms of a specific offer, solicitation,
7 material, et cetera.

8 I hope I defined that correctly.

9 BY MR. CHEW:

10 Q Who had -- who had the fiduciary
11 responsibility, you or Mr. Bloom?

12 A I think we both did. Although if it's a
13 legal term, I guess you could say Jake, but I
14 thought that agents had had the responsibility to
15 report any and all information to the client so he
16 or she could make a decision.

17 Q I think your explanation of fiduciary duty
18 was better than Mr. Bloom.

19 MR. FREEDMAN: Move to strike as obnoxious.

20 MR. CHEW: Well, true.

21 MR. FREEDMAN: Again, obnoxious.

22 BY MR. CHEW:

23 Q Did there come a time when Mr. Depp asked
24 UTA to give him a 20-million-dollar -- to give him
25 20 millions dollars?

1 A Yes.

2 Q Tell us about that.

3 A I was in a meeting which he called for with
4 Jake, Michael, Jim Berkus, Jeremy Zimmer who is the
5 CEO of UTA, and I don't recall if Joel was there. I
6 don't think he was because Johnny was complaining
7 about him. This was four months before he fired us,
8 four or five months, where he walked into the room
9 almost two hours late, with a hat and sunglasses on,
10 sat down and said: I want UTA to give me 20 million
11 dollars. I've made enough money for them. I need
12 20 million dollars now.

13 Q And who, if anyone, responded?

14 A I believe Jim Berkus did.

15 Q What did Mr. Berkus say?

16 A We're not in the business of giving people
17 money. We can't do that. We're not a bank.

18 Q And what happened after that?

19 A Johnny got very angry and then said: Okay,
20 give me 15 million dollars.

21 Q And what did Mr. Berkus say?

22 A It wasn't Berkus this time. It was Jeremy
23 Zimmer who responded by saying: Johnny, we're happy
24 to help you secure a loan, but we can't do that. We
25 don't do that with any client. We have a business

1 we run. We can't give you or any client money.

2 Q Did UTA -- how did the meeting end?

3 A Not well, because we said no to his
4 demands.

5 Q Well, how did it end?

6 MR. FREEDMAN: Objection; vague.

7 THE WITNESS: It ended because there was
8 nothing more to say. We said that we would help
9 him -- we would try and help him secure a loan,
10 which theoretically I don't remember if Ed White was
11 his -- I think it might have still been Joel. I'm
12 not exactly sure -- that we would work with Jake and
13 Joel Mandel to help him get a loan, which we did and
14 we did help him secure a loan.

15 BY MR. CHEW:

16 Q Did UTA give a guarantee of a particular
17 amount?

18 A Yes.

19 Q How much?

20 A 5 million dollars, which has still not been
21 paid off.

22 Q Were you aware that TMG made a loan to
23 Mr. Depp?

24 A Yes.

25 Q When was that?

1 A When was what?

2 Q When did TMG loan the money?

3 A I don't know when they did, but I'm aware
4 that they did.

5 Q What do you know about it?

6 A All I know is what Christi Dembrowski told
7 me, which is Joel loaned him 8 million dollars and
8 that that was never fully paid back either.

9 Q And you have no idea when she told you
10 that?

11 MR. FREEDMAN: Objection; misstates the
12 testimony.

13 THE WITNESS: Not far along -- it wasn't a
14 long time before he insisted we give him money.

15 BY MR. CHEW:

16 Q Did you ever have a conversation with
17 Mr. Depp about the alleged domestic --

18 A Could you not speak with that in front of
19 your face? I'm trying to look at you while you're
20 speaking. Thank you.

21 Q Okay. Did you ever have a conversation
22 with Mr. Depp about the alleged domestic abuse
23 allegations by Amber Heard?

24 A No.

25 Q Didn't he deny that he had done that?

1 A Yes.

2 Q He denied that to you?

3 MR. FREEDMAN: Objection; misstates the
4 testimony, asked and answered.

5 THE WITNESS: I discussed that in my last
6 testimony. If you want me to go through it again, I
7 would be happy to.

8 BY MR. CHEW:

9 Q You said you didn't have a discussion, then
10 you said he denied it.

11 A No. I'm happy to say what my understanding
12 is.

13 No, he never told me he committed that
14 abuse.

15 Q Did he deny that he --

16 A Yes.

17 MR. FREEDMAN: I'm going to object as vague
18 and ambiguous.

19 Are you asking did he deny it to her or did
20 he deny in the press, or did he deny somewhere else?

21 BY MR. CHEW:

22 Q Did he deny it to you?

23 A We never spoke about it specifically. He
24 wasn't really speaking to me at that time.

25 MR. CHEW: Why don't we take a break. Five

1 minutes.

2 THE VIDEOGRAPHER: We're going off the
3 record. The time is 4:29 p.m.

4 (Whereupon, a recess was held
5 from 4:29 p.m. to 4:38 p.m.)

6 THE VIDEOGRAPHER: We're back on the
7 record. The time is 4:38 p.m.

8

9 EXAMINATION

10 BY MR. PETERSON:

11 Q You spoke in response to Mr. Chew's
12 questions about where Mr. Depp was in his career
13 when Jake came on board and started representing
14 Depp.

15 Can you tell us where Jake Bloom was in
16 terms of the legal community at that stage in terms
17 of his representation.

18 A Stellar. Huge. As I've said before, with
19 big stars, big clients, real movers and shakers in
20 the business and I felt he could be extremely
21 additive to the team.

22 Q And what was it that he brought
23 specifically that you thought could be beneficial to
24 somebody with a career where Mr. Depp's was at that
25 point?

1 MR. CHEW: Object to the form of the
2 question, calls for speculation from a non-lawyer.

3 THE WITNESS: Can I answer?

4 BY MR. PETERSON:

5 Q Yeah.

6 A His deal making prowess, which I worked
7 with virtually every major lawyer in town with many
8 other huge clients and some of the things Jake was
9 able to do with and for Johnny I've never seen
10 before.

11 Q And can you give us examples of that?

12 A Sure. I think the most enduring, which has
13 changed the industry today, was the creation of
14 what's known as the "Pirates's pool," which is
15 starting on the first "Pirates" because they did not
16 want to pay gross from first dollar, which is
17 something Johnny had actually gotten before, Disney
18 converted for the sake of the deal to something
19 called -- that they -- Jake and the Disney business
20 affairs, whoever those were at the time, the idea of
21 a pool where all the gross participants would
22 participate.

23 And the creation was something that in huge
24 success -- which no one knew whether "Pirates" was
25 going to be or not -- in huge success you could

1 actually make more on your back end than you would
2 have in gross from first dollar. And because that
3 was created, he actually ended up making millions
4 and millions of dollars more.

5 And because of that definition, every
6 studio has turned to the usage of pools because so
7 few people are getting gross from first dollar
8 anymore. That really, with almost no exception,
9 although there are some cases, Jim Cameron and I'm
10 sure Spielberg and some others, don't get it
11 anymore. I mean, even Robert Downey with "Marvel"
12 gets a fee, which is huge, although not as much cash
13 as Jake and I were able to get for Johnny.

14 "Pirates 3, 4 and 5," the back ends were
15 not bonuses the way they're done at "Marvel." They
16 were actually based upon a pool of gross
17 participants, including the studio. And they owned,
18 in this case on most of "Pirates" movies, it was
19 Gore Verbinski, Jerry Bruckheimer and Johnny Depp
20 and they made a fortune and that was the first time
21 the concept of pool was used and that came directly
22 from Jake.

23 Q When you say "that came directly from
24 Jake," what do you mean by that?

25 A What I mean is in the conversations that I

1 was having with him and our conversations with -- I
2 just forget her name -- Bernie Brandis, Bernadine,
3 actually, it's a woman, Brandis, B-R-A-N-D-I-S, and
4 with others at the studio and business affairs, I
5 believe it was Doug Carter and most consequentially
6 with Alan Bergman, he was able to set up the
7 structure, which has benefited not just Johnny to a
8 gigantic extreme, but many other actors down the
9 line at other studios. That was the first time
10 something like that had happened.

11 Q You described in response to Mr. Chew's
12 question the meeting that you put together to
13 introduce Johnny to the people at --

14 A To Dick Cook at Disney.

15 Q -- to Dick Cook.

16 And then you described that after everybody
17 was initially enthusiastic, it got a little off the
18 rails, to use my term.

19 A Correct.

20 Q Can you describe Jake Bloom's role, if any,
21 in keeping that project together and moving forward?

22 A He was very helpful in terms of structuring
23 what was supposed to be a one picture, 10-million
24 against 10 percent of first dollar deal, which is
25 what, if you looked in the contract that you handed

1 me, was originally written, that at the last moment
2 was reduced to 6 1/2.

3 But I believe, and I can't recall exactly,
4 there were certain -- what's known as VIGS in the
5 deal, V-I-G-S, in the deal which advanced Johnny
6 money faster because he was giving up about 3 1/2
7 million dollars up front to go for the 6 1/2.

8 So we were able -- actually, he made a
9 fortune on the first "Pirates" where he took a much
10 lesser fee and then he got paid way more on 2 and 3
11 and then even more on 4 and 5.

12 Q Was going to -- sounds like you answered
13 where I was going.

14 How much did that initial deal structure
15 that you give at least a lot of credit to Jake set
16 in stone that financial success that inert to
17 Mr. Depp's benefit?

18 MR. CHEW: Object to the form of the
19 question, calls for speculation.

20 THE WITNESS: I would say like 80 percent.

21 BY MR. PETERSON:

22 Q Are there other -- I don't want to go deal
23 by deal.

24 Are there other examples you can think of
25 that would be good examples of what those qualities

1 you thought Jake brought, really did bring?

2 A Obviously --

3 MR. CHEW: Objection to the form of the
4 question, calls for speculation, vague.

5 THE WITNESS: Can I answer?

6 Obviously I was correct in my inclination
7 based on what I knew about Jake; although, I had no
8 other business with him, none, I had done my
9 homework in terms of finding out what he had done
10 creating the "Star Wars" model for George Lucas many
11 years back, to many of the other deals he had made
12 for Stallone and Schwarzenegger and so many other
13 extremely huge producers and filmmakers that I felt
14 he was the right guy, and I was right.

15 BY MR. PETERSON:

16 Q And would it be fair to say that in terms
17 of your knowledge of the industry at that time,
18 Jake's resume was as strong as any entertainment
19 lawyer?

20 MR. CHEW: Objection to the form of the
21 question, calls for speculation.

22 THE WITNESS: As strong, if not stronger.

23 BY MR. PETERSON:

24 Q One of the things you also talk about was
25 the commitment that you had to make to take care of

1 Mr. Depp and you talked a little bit about Jake and
2 his team.

3 Can you give us any idea of how much, for
4 example, of your time was devoted to Mr. Depp?

5 A I think like for many years I would say 60
6 to 75 percent.

7 Q And I would assume that that meant that --
8 let me just ask this: Based on your working with
9 Jake and his team, what observations would you make
10 about their time commitment?

11 MR. CHEW: Objection to the form of the
12 question, clearly calls for speculation.

13 THE WITNESS: I only know that Jake was
14 available to me whenever I called. And if he wasn't
15 there for whatever reason, I would hear back from
16 him or get a call from his assistant saying he will
17 call you approximately at this time, and he always
18 did. For years we spoke at least once a day, every
19 day, sometimes on weekends, and he was always
20 available.

21 BY MR. PETERSON:

22 Q And I think you said it was your
23 understanding based on conversations you had that
24 Jake spent even more time than you did speaking
25 with, for example, Christi?

1 MR. CHEW: Objection to form of the
2 question; clearly calls for speculation.

3 The amount of time Jake may or may not have
4 spent? Come on.

5 THE WITNESS: All I know is he spoke to
6 Christi on an everyday basis several times a day
7 based on what Christi told me, based on what Jake
8 told me, and Johnny was not always accessible. And
9 as I've said several times before, she was the
10 conduit.

11 So as far as getting Johnny on the phone,
12 it was the next best thing.

13 BY MR. PETERSON:

14 Q And you, I think, testified that the main
15 person that you worked with besides Jake was Michael
16 Schenkman?

17 A Correct.

18 Q And did you come to any -- form any views
19 as to Michael's competence, responsiveness, things
20 like that?

21 MR. CHEW: Objection to the form of the
22 question, calls for speculation.

23 THE WITNESS: Michael is an extremely
24 competent lawyer who's better than competent. He's
25 a great lawyer. But frankly, I mean, Jake is one of

1 a kind.

2 MR. FREEDMAN: Did you get that on the
3 record?

4 THE REPORTER: I didn't.

5 MR. FREEDMAN: He said "We would agree with
6 that."

7 THE WITNESS: For different reasons.

8 BY MR. PETERSON:

9 Q Do you know of any lawyers that you would
10 view in Jake Bloom's league as an entertainment
11 lawyer that charged anything other than a 5 percent
12 fee?

13 A No.

14 Q You said that you were generally aware
15 going back many years of a need for money by
16 Mr. Depp; is that accurate?

17 A Yes.

18 Q And with respect to the issue of taxes,
19 what did you understand the issue to be, if you had
20 any understanding at all?

21 A The only understanding I had is that he was
22 always broke and the pressure was on me. That's how
23 I understood it, was what was expected of me.

24 Q Did it ever come to your attention that tax
25 returns were not being filed properly for Mr. Depp?

1 A No. Ed White told me that whenever Johnny
2 left, but I had never heard that before.

3 Q There's two different things, having enough
4 money to pay for your taxes --

5 A Un-huh.

6 Q -- and not properly even filing your
7 return.

8 A Right.

9 Q Do you have a sense -- or did you have a
10 sense when you were representing Mr. Depp if there
11 was an issue with respect to actually filing the tax
12 return?

13 A None. No. None. No knowledge.

14 Q And during the years that you represented
15 Mr. Depp, did you hear criticisms from Mr. Depp of
16 the services provided by anybody at the Bloom
17 Hergott firm?

18 A No.

19 Q What about during that period of time, same
20 question with respect to Mr. Mandel and his
21 colleagues?

22 A Only at the very end.

23 Q So that would be --

24 A Well, I can give a very specific example.
25 When we were in this meeting after everyone

1 left, it was me, Jake and Johnny and Johnny was
2 complaining about Joel Mandel hadn't returned his
3 call or texted him back about a matter involving his
4 daughter.

5 And I said to Johnny: Check your texts
6 again.

7 Because knowing that Johnny never returned
8 phone calls, rarely responded to texts or e-mails, I
9 thought there was a distinct possibility Joel might
10 have and Johnny just didn't notice.

11 As we went through his texts and he went
12 back to look at Joel Mandel's text, he said: Oh.
13 There were several texts relating to the matter that
14 Johnny just hadn't read for days.

15 MR. CHEW: Move to strike all of that as
16 nonresponsive and gratuitous.

17 THE WITNESS: Okay.

18 BY MR. PETERSON:

19 Q Over the years, were you ever at meetings
20 where Mr. Mandel tried to explain to Mr. Depp where
21 he was financially?

22 A No.

23 Q Did you get any documents from Mr. Mandel
24 over the years that would have demonstrated where
25 Mr. Depp was in terms of net worth, cash, anything

1 like that?

2 A No.

3 Q You mentioned that Jake had a role in
4 dealing with Steve Spira and Alan Horn?

5 A Before Alan Horn moved to Disney.

6 Q Right.

7 A Yes. He was helpful.

8 Q Can you expand on those kind of
9 relationships?

10 We talked about it a little earlier, but
11 how those relationships were used -- how those kind
12 of studio relationships were used by Jake to
13 Mr. Depp's benefit.

14 A Because Jake was so respected and I
15 consider myself an old timer, I'm 61 years old, so I
16 have longstanding relationships, but Jake's
17 longstanding relationships were several or many
18 years longer than mine.

19 So he had the benefit of having been
20 through so many deals on other clients that his
21 relationships with those people who are the decision
22 makers facilitated the deal making process and deals
23 are never easy to make.

24 Q And would it be fair to say that your main
25 communication linked to Mr. Depp was his sister?

1 A Yes.

2 Q And how did that come to be?

3 A Because Johnny just started -- this had
4 started many, many years earlier, but during the
5 times, it was expected and accepted that Johnny just
6 would not respond to e-mails, texts or phone calls
7 and she would return for him.

8 Q And if you needed his approval?

9 A She would get it.

10 Q And you relied on her?

11 A I had no choice.

12 Q Did you ever have a situation after the
13 fact where Christi indicated that she had Mr. Depp's
14 answer on something and it turned out that she had
15 not given you an accurate recital of what Mr. Depp
16 had decided?

17 MR. CHEW: Objection to the form of the
18 question, calls for speculation.

19 THE WITNESS: I don't know. I don't think
20 so, but I don't know.

21 BY MR. PETERSON:

22 Q But on a regular basis, you relied on her?

23 A Yes.

24 Q And you thought you could?

25 A I didn't want to, but I had no choice.

1 Q And why is that?

2 A Because he wouldn't return e-mails, texts,
3 phone calls and I had no other choice. She was his
4 sister.

5 Q And you were showed an e-mail where in
6 2015, there was discussion about trying to get 25
7 million dollars by the end of the year.

8 And in terms of your history with Mr. Depp,
9 at that point in time, what were the factors that
10 worked against trying to do that -- those kind of
11 deals that fast?

12 A I don't understand the question.

13 MR. CHEW: Object to the form of the
14 question.

15 I don't either.

16 BY MR. PETERSON:

17 Q Why did you think it was unrealistic to try
18 to secure 25 million dollars in deals by the end of
19 the year?

20 A Because it was August. Movies like the
21 kind of prices where he was getting, 20 plus million
22 dollars to perform in movies at that time were not
23 just falling off of trees. There was no time, no
24 notice and no one helped me. Other -- I shouldn't
25 say no one helped me, but there was -- I couldn't

1 fictionalize jobs that didn't exist.

2 Q And by that point in time, had Mr. Depp's
3 value in the marketplace changed?

4 A Yes.

5 Q How so?

6 MR. CHEW: I would object to the extent it
7 calls for speculation.

8 THE WITNESS: It's actually not
9 speculation.

10 But I'm going to say that at that time he
11 had already appeared drunken and stoned on stage, on
12 television, in front of a live audience, giving an
13 award to somebody. And I got calls from every
14 studio head the -- every studio head the next day
15 saying: What the hell was wrong with your client?
16 He would show up hours late and people didn't want
17 to deal with his lateness, his not showing up, no
18 one knew how he would show up and it became a
19 serious problem. I mean very serious.

20 BY MR. PETERSON:

21 Q I assume what you're talking about there
22 are not just the incident you mentioned on the award
23 show, but prior --

24 A Yes.

25 Q -- history?

1 A Yes.

2 Q And what kinds of things would have --

3 A Every single movie. I would get calls on
4 "Mordechai" which I believe was 2014 where I would
5 get calls from Lionsgate, I would get calls from
6 Gwyneth Paltrow because he just wouldn't show up.
7 And that was a movie not only was he starring in, he
8 was producing it, then he didn't show up to his
9 press conference in Japan because he was sleeping.

10 MR. PETERSON: Nothing further.

11 MR. CHEW: I have some more questions --

12 THE WITNESS: Sure.

13 MR. CHEW: -- based on Mr. Peterson's
14 examination.

15

16 FURTHER EXAMINATION

17 BY MR. CHEW:

18 Q If this was so horrible, why didn't you
19 quit?

20 A A lot of money.

21 Q Yep.

22 A And the truth is, I loved him like a
23 brother. And it was very disappointing to have him
24 treat me the way he did.

25 Q When you speak of Mr. Bloom's contribution,

1 isn't it true that "Edward Scissorhands" was a huge
2 success a decade before Mr. Bloom came on?

3 A No.

4 MR. FREEDMAN: Objection; asked and
5 answered.

6 You can answer.

7 THE WITNESS: No.

8 MR. FREEDMAN: You can answer.

9 THE WITNESS: No. "Pirates of the
10 Caribbean" made almost a billion dollars. "Edward
11 Scissorhands" made a little bit over 100 million
12 dollars world wide. It's a relative success for a
13 guy coming off a television show called "21 Jump
14 Street." There's no comparison.

15 BY MR. PETERSON:

16 Q And he was a TV star before you came on the
17 scene?

18 A Right. And I made him into a movie star.

19 Q And you sought him out; he didn't seek you
20 out?

21 A Correct. And he stood me up five times,
22 but I didn't care.

23 Q And you didn't have a problem collecting
24 the 65 million for your company?

25 MR. FREEDMAN: Objection; argumentative.

1 THE WITNESS: Is that really a question?

2 No.

3 BY MR. PETERSON:

4 Q No, you didn't have a problem?

5 A No. Until the end, at which time he didn't
6 want to pay me on a 5-million-dollar advance. It's
7 all available in texts for you to see; as it related
8 to "Fantastic Beasts" where I secured for him a
9 5-million-dollar advance and he wrote me a text,
10 which I know you guys have, where he said why he
11 wasn't going to pay it to us.

12 MR. FREEDMAN: For the record, those have
13 been produced in the Mandel litigation.

14 BY MR. CHEW:

15 Q Ms. Jacobs, you described in answer to
16 Mr. Peterson's questions that Jake spoke to
17 Ms. Dembrowski once or twice a day; right?

18 A That's what I think.

19 Q You have no idea what they talked about;
20 right?

21 A No.

22 Q Could have been --

23 A The weather.

24 Q Could have been the weather?

25 A Could have been.

1 Q Lawyers don't get compensated generally for
2 nonlegal communications; right?

3 A Maybe you should ask Christi. All I know
4 is it is a fact they spoke several times a day,
5 according to her. So maybe she lied to me.

6 Q So what does that mean?

7 I mean, you don't know how long they talked
8 and you don't know what they discussed, do you?

9 MR. FREEDMAN: Objection; argumentative.

10 THE WITNESS: What's your point? I'm
11 sorry.

12 BY MR. CHEW:

13 Q You don't have to figure out the point.

14 You don't have any idea what they talked
15 about; correct?

16 A No, I don't.

17 Q And you don't know how long they talked?

18 A No, I don't.

19 Q I believe you testified earlier you
20 testified that Mr. Depp would not communicate with
21 you or communicate with you -- he was not responsive
22 to you; correct?

23 A Correct.

24 Q I believe you also testified, and correct
25 me, that Mr. Bloom did not have that problem; right?

1 A No, I didn't say that. I think everyone in
2 his life with the exception of Christi had that
3 problem. And even she would admit to me that she
4 couldn't get him on the phone many times.

5 Q With respect to Mr. Bloom's reputation,
6 he's been fired by certain clients; correct?

7 MR. FREEDMAN: Objection; calls for
8 speculation.

9 THE WITNESS: So have I.

10 BY MR. CHEW:

11 Q Wasn't he fired by Sylvester Stallone?

12 A I have no idea. I've heard that.

13 MR. FREEDMAN: Objection; calls for
14 speculation.

15 THE WITNESS: I don't know.

16 MR. FREEDMAN: Answer what you know.

17 BY MR. CHEW:

18 Q But that goes to his reputation as well;
19 true?

20 MR. FREEDMAN: Objection; calls for a legal
21 conclusion.

22 THE WITNESS: Let me explain.

23 BY MR. CHEW:

24 Q It's yes or no.

25 MR. FREEDMAN: Let's not do this.

1 Either you know or you don't know.

2 THE WITNESS: I don't know.

3 MR. CHEW: That's all I have.

4 MR. PETERSON: Thank you.

5 MR. CHEW: Thank you.

6 MR. FREEDMAN: Same stipulation as always?

7 MR. CHEW: Yes.

8 THE VIDEOGRAPHER: This is the end of
9 media 1. This is the end of the deposition of
10 Ms. Jacobs. We're going off the record. The time
11 is 5:01.

12 MR. PETERSON: I would like a copy and a
13 rough.

14 MR. FREEDMAN: I would like a rough as
15 well.

16 (Whereupon the deposition proceedings.
17 were concluded at 5:01 p.m.)

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ACKNOWLEDGMENT OF DEPONENT

I, TRACEY JACOBS, do hereby certify
that I have read the foregoing transcript of my
testimony taken on 5/13/19, and further certify
that it is a true and accurate record of my
testimony (with the exception of the corrections
listed below):

Page	Line	Correction
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Signed under the pains and penalties of perjury
this _____ day of _____, 20____.

TRACEY JACOBS

1 STATE OF CALIFORNIA)
2 COUNTY OF LOS ANGELES) ss.

3

4 I, D'Anne Moungey, C.S.R. No. 7872 in and
5 for the State of California, do hereby certify:

6 That prior to being examined, the witness
7 named in the foregoing deposition was by me duly
8 sworn to testify to the truth, the whole truth, and
9 nothing but the truth;

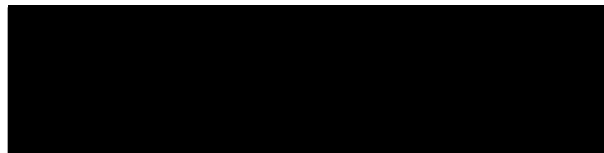
10 That said deposition was taken down by me
11 in shorthand at the time and place therein named and
12 thereafter reduced to typewriting under my
13 direction, and the same is a true, correct, and
14 complete transcript of said proceedings;

15 That if the foregoing pertains to the
16 original transcript of a deposition in a Federal
17 Case, before completion of the proceedings, review
18 of the transcript { } was { } was not required.

19 I further certify that I am not interested
20 in the event of the action.

21 Witness my hand this 28th day of May,
22 2019.

23



24

Certified Shorthand Reporter
For the State of California

25