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Motion Picture, Corporate Media and Entertainment

Pryor Cashman provides business and legal advice to an array of clients, including major motion picture studios, mini-major studios, television companies, cable companies, Internet companies, production companies, distributors, high net-worth individuals, hedge funds, investment banks and other financial institutions, completion guarantors, executives, writers, directors, producers, and actors. Pryor Cashman's capabilities include the following:

- Bond issues (for example, crafting completion bonds for video games)
- Complex international financing deals
- Co-financing and co-production deals
- Creating business plans
- Distribution deals
- Errors and omissions issues
- Exploitation of entertainment properties across multiple platforms and media
- Financing on individual projects and multiple or "slate" deals
- Gap financing deals
- Investment deals with consortium funding
- Multidistributor split-rights and gap financing
- Negative pick-up deals
- Outsourced business and legal affairs
- Pre-sales and sales of distribution rights for finished films
- Print and advertising (P&A) fund deals
- Private placement of debt and equity
- Private placement memoranda
- Production legal
- Receivables-based and asset-based lines of credit and term credit facilities
- Restructuring, reorganization and insolvency
- Senior and mezzanine financing
- Talent deals (for example, actor, writer, producer, director)
- Tax subsidy/tax incentive-based deals
- Union and guild issues

Pryor Cashman's broad experience and expertise in all media combined with our capabilities in litigation, corporate, financing and related areas enable our attorneys to grasp transactions from many perspectives. Our staffing approach – combining teams assembled from many disciplines – provides flexible assistance tailored to each client's needs. This approach enables us to staff transactions from small to large efficiently.

Transactional Experience

Pryor Cashman's transactional experience includes every facet of the entertainment industry and the negotiation of every kind of deal, small and large, in established and new forms of media, both domestic and international. Our services are tailored to our client's specific needs. We are capable of representing our clients at every step of a project, from the inception of an idea, to investment and development, to exploitation in all its many forms. We represent individuals, studios and production companies. Our representation includes advising about the creation and execution of business plans and serving as an "outsourced" business and legal affairs department.

Pryor Cashman has been involved with P&A fund deals for both single pictures and multipicture slates. Our representation has included arranging complex international financing on international productions, arranging for international tax subsidies and organizing financing from a combination of pre-sales, investment and debt. We have rendered services on many types of projects including feature films, direct-to-video motion pictures, documentaries and all forms of television programming including animation.

Pryor Cashman represents lenders and borrowers and has wide experience in negotiating and concluding transactions for acquisitions, development, production, distribution and other exploitation as well as for completion bonds, insurance and all production legal matters. We bring significant experience in the domestic and international sale of motion pictures, have extensive contacts in the foreign sales market and also advise clients in the complex realm of foreign pre-sales financing. Our experience includes dealing with motion picture unions and guilds, such as negotiating settlements concerning residual payment obligations.

Our team reviews treatments, screenplays and films for producers of documentary and feature films, including various Emmy Award and Academy Award winning motion pictures and television programs. We advise writers, directors and producers on the risks of third-party claims of copyright and trademark infringement, defamation, invasion of privacy, unfair competition and similar claims.

Our attorneys have also provided expert advice to insurance companies concerning the issuing of errors and omissions insurance coverage for more than 1,000 television and theatrical feature and documentary motion pictures in the U.S. and Canada, assisting the carriers in their evaluation of risk and allocation of deductibles and exclusions to reduce exposure.

Corporate Experience

We act as corporate counsel to a large number of entertainment companies structuring and documenting transactions. We have employed all forms of corporate and partnership structures and also provide tax advice to make these transactions tax efficient. We have an active mergers and acquisitions practice that extends to the media and entertainment area. We have acted as lead counsel with respect to transactions exceeding \$1 billion in value. We regularly represent clients in cross-border corporate transactions including foreign public companies.