

Exhibit 13

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UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK

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BLAKE LIVELY,

Plaintiff,

vs.

CASE NO. 24-CV-10049-LJL (LEAD CASE)

25-CV-449 (LJL) (MEMBER CASE)

WAYFARER STUDIOS LLC, ET AL.

Defendants.

JENNIFER ABEL,

Third-party Plaintiff,

vs.

JONESWORKS, LLC,

Third-party Defendant.

WAYFARER STUDIOS LLC, et al.

Consolidated Plaintiffs,

vs.

BLAKE LIVELY, et al.

Consolidated Defendants.

****CONFIDENTIAL****

VIDEO-RECORDED DEPOSITION OF VIVIAN BAKER

Los Angeles, California

Friday, September 12, 2025

Stenographically Reported by: Ashley Soevyn,
CALIFORNIA CSR No. 12019

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1 film set?

2 MS. GAROFALO: Objection.

3 THE WITNESS: I can't answer whether they
4 should. I can say that it is typical for me to have
5 a very big stack of paperwork, which is now done
6 digitally, and they include a lot of stuff like
7 that.

8 BY MS. BENDER:

9 Q Do you understand whether there was a
10 human resources individual or department in
11 connection with It Ends with Us?

12 A I was not aware if there was someone
13 designated specifically.

14 Q And putting aside whether someone was
15 designated, did you have an understanding of whether
16 there was a person who was performing that function
17 on the set of It Ends with Us?

18 A I did not.

19 Q Did anyone ever tell you who you should
20 go to if you had concerns related to the film?

21 MS. GAROFALO: Objection.

22 THE WITNESS: No.

23 BY MS. BENDER:

24 Q And did you have an understanding of who
25 you should go to if you had human resources-type

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1 concerns related to the film?

2 A I have to take a lot of tests like this
3 for my union to be a part of the union so, you know,
4 we have a general idea that it would be, you know,
5 someone within the studio or production. So other
6 than that, was I specifically aware on this movie,
7 no.

8 Q And in connection with this particular
9 film, did you have an individual in mind when you
10 referenced someone within the studio or production?

11 MS. GAROFALO: Objection.

12 THE WITNESS: At the time?

13 BY MS. BENDER:

14 Q Yes.

15 A No.

16 Q Do you have a perspective on how long a
17 typical makeup routine might take for a leading
18 actress during production of a film?

19 MS. GAROFALO: Objection.

20 THE WITNESS: Like how long it normally
21 takes the team to get her ready?

22 BY MS. BENDER:

23 Q Yes.

24 A Yes, of course. An hour and a half is a
25 bit on the fast side. It usually can go up to three

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1 time to go put on clothes, or can we just, you know,
2 get her done and get her out?

3 Q In your experience, did leading actors
4 provide input on their wardrobe?

5 MS. GAROFALO: Objection.

6 THE WITNESS: Yes.

7 BY MS. BENDER:

8 Q And would they provide input on their
9 hair?

10 A Yes.

11 Q Would you, in your personal opinion, view
12 those as creative contributions?

13 A Yes.

14 Q Would Ms. Lively give you comments on
15 your area of makeup expertise on the film?

16 A Yes, in the collaborative way. It's
17 common because they're performing, and they may
18 understand their performance and that can weigh in
19 on the choices that we are -- that I am making. And
20 so the collaboration is needed. It isn't an
21 intrusion.

22 Q And to the extent that there were
23 differences of opinion during that process, how
24 would they resolve?

25 A It has been my experience that those

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1 difference of opinion are usually always resolved
2 with what is right. Because there is what is right
3 for the screen, what is right for the story.

4 Q Was it unusual, in any way to you, that
5 Ms. Lively provided input on wardrobe, hair and
6 makeup on the set of It Ends with Us?

7 A No. Not at all.

8 Q And did you observe that Ms. Lively
9 engaged with others on set in the creative process?

10 A I don't know that I could give you a
11 specific incident. It's very vague. But she's very
12 creative, and we're in a creative process with a
13 bunch of creative people so that's a very common
14 thing to happen.

15 MS. BENDER: Okay. We've been going
16 about an hour. Are you okay with a break?

17 THE WITNESS: Whatever you need to do.

18 MS. BENDER: Okay. Let's take a
19 ten-minute break.

20 THE STENOGRAPHIC REPORTER: Sure. Thank
21 you.

22 THE VIDEOGRAPHER: The time is 11:03 a.m.
23 Off record.

24 (Recess.)

25 THE VIDEOGRAPHER: The time is 11:24 a.m.

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1 BY MS. BENDER:

2 Q And when -- in a case when someone knocks
3 but then proceeds to enter, and you say, "Don't come
4 in," did people typically heed that request and not
5 enter?

6 A Oh, yeah --

7 MR. KALTGRAD: Objection.

8 THE WITNESS: -- absolutely.

9 BY MS. BENDER:

10 Q That would -- is that something that you
11 would expect people to do on set?

12 A That's -- I've never seen it in any other
13 way in my many years.

14 Q Do you recall Mr. Heath ever entering
15 Ms. Lively's hair and makeup trailer?

16 A Yes, I do.

17 Q And do you recall whether he did so with
18 permission to enter?

19 MR. KALTGRAD: Objection.

20 THE WITNESS: I -- could you reask the
21 question, or . . . ?

22 BY MS. BENDER:

23 Q Sure.

24 Do you recall whether there was ever an
25 instance when Mr. Heath entered Ms. Lively's hair

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1 and makeup trailer without invitation?

2 MR. KALTGRAD: Objection.

3 THE WITNESS: Yes. There was a time that
4 he came to enter, and we all -- there were -- myself
5 and Anne. And Blake was like, "No, I'm not dressed.
6 No, no, no. Don't come in."

7 BY MS. BENDER:

8 Q And I would like to discuss this
9 situation in a little bit more detail.

10 A Mm-hmm.

11 Q So from your recollection, did Ms. Lively
12 say Mr. Heath is -- is coming over to discuss
13 something?

14 A Oh, no, no, no.

15 Q And do you recall whether there was a
16 knock on the door by Mr. Heath?

17 A You know, my memory is vague. I -- I --
18 I think there was a knock. The -- what I remember
19 most specifically is all three of us. So there must
20 have been a knock, saying, "No, don't come in," and,
21 "No, don't come in." It was quite loud. So that
22 they wouldn't come in.

23 It was myself, Anne, and all Blake saying
24 it at the same time.

25 Q Ms. Lively, yourself, and Ms. Carroll all

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1 heard a knock and said loudly, "Don't come into the
2 trailer"?

3 A Mouthing many times, yeah. "No, no, no.
4 Not now. We're not" -- you know, like, each person
5 participated in the, you know, "Don't come in."

6 Q And at that point in time, did you know
7 who was at the door?

8 A No.

9 Q And what -- what happened next?

10 A They came in.

11 Q Okay. And was Ms. Lively -- can you
12 describe for me -- set the scene for me, where --
13 where you were, where Ms. Lively was.

14 A Ms. Lively had come in and removed her
15 clothes, and they were handed out the door to
16 costume or someone there that they could take the
17 costume. And I believe she was only in underwear.
18 And she sat down in the chair. And she had the
19 baby. The baby was given to her. And I thought --
20 I think -- I'm pretty sure the assistant had left.
21 And we begin to do our work. And then the knock
22 came on the door. And we would said, "No, no, no.
23 Don't come in."

24 So she was quite scantily clad because
25 we'd just removed her costume, and we were going to

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1 clean her up. So there wasn't a state -- I mean, I
2 think we were -- as -- as I said, we're always very
3 cognizant of how much -- you know, get people off
4 the clock so that they can get a turnaround. So we
5 were just busily working. So I would have been to
6 her right but facing her. And I believe Anne would
7 have been to her left, facing at her.

8 Q Okay. And so at this point in time,
9 Ms. Lively is wearing underwear but no other
10 clothing?

11 A That's correct.

12 Q Okay. And so her breasts were exposed?

13 A Absolutely.

14 Q And was -- where -- where was Ms. Lively
15 facing? Was she facing the door? Was she facing
16 mirror? Or somewhere else?

17 A She was facing the mirror.

18 Q Okay. And what -- she was standing?

19 A No. She was seated.

20 Q She was seated. Okay.

21 At this point in time, did you have an
22 understanding of who entered trailer?

23 A After they opened the door, we all saw
24 that it was Jamey. And there was a -- and Blake
25 said -- I don't remember exactly what he said, but I

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1 remember her saying, "I'll talk to you about this
2 later." Like, "Let me -- go ahead and move on.
3 I'll get dressed. We'll talk about it later."

4 And I think he said something to the tune
5 of, "No, we'll do it now."

6 And I have small towels like a -- you
7 know, a little small towel that I think that I
8 finally just threw over the other breast because he
9 didn't leave the room.

10 Q And was Ms. Lively holding her baby at
11 this point in time?

12 A Yes. She was breastfeeding, I believe,
13 at her right breast.

14 Q Okay. And so was Ms. Lively's left
15 breast exposed?

16 A Yes.

17 Q And did she turn around to speak to
18 Mr. Heath when he entered?

19 A No. It was done through the mirror.

20 Q So at this point in time, had Mr. Heath
21 been asked to leave?

22 A Of course. He was asked to not even come
23 in and then asked to go. Like, once you enter into
24 the room and you see that, oh, this is an
25 inappropriate time to be there, you would naturally

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1 leave.

2 Q Did Mr. Heath leave?

3 A No.

4 Q What happened after Mr. Heath did not
5 leave the trailer?

6 A I think that they had their -- whatever
7 their discussion was. I -- I don't remember the
8 words. I became very focused on getting my job done
9 to get her out as quickly as possible.

10 Q Do you recall -- it sounds like Ms. --
11 Mr. Heath and Ms. Lively engaged in some sort of
12 discussion at that point in time; is that correct?

13 A That's correct.

14 Q Okay. Do you have a recollection of
15 where Mr. Heath was standing for this conversation?

16 A He was standing at the door, with the
17 door still mildly open. So the door was probably
18 open maybe a foot, and he would be obstructing that
19 opening; but nonetheless, the door was open. He
20 was -- he didn't come into the room to close the
21 door. He was still in the doorway.

22 Q And the -- the door remained ajar for the
23 entirety of the discussion?

24 A That's correct.

25 Q Okay. And did Ms. Lively ask Mr. Heath

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1 to face any given direction during the course of
2 their conversation?

3 A I -- I don't know that I recall that. It
4 was an uncomfortable situation. And I focused on
5 what I needed to do to help get her in a state of --
6 that she can leave -- finish up my job.

7 Q And so were you attempting to work
8 quickly?

9 A Yes.

10 Q Do you recall what direction Mr. Heath
11 was, in fact, facing? Or at that point, were you
12 just more focused on your work?

13 A No, I was aware. He was facing -- if
14 you -- if you -- the door opens out. And so the
15 door would be partly behind him, and he would be
16 able to look at her through the mirror.

17 Q And do you recall whether Mr. Heath, in
18 fact, looked at Ms. Lively through the mirror?

19 A I -- yes. I remember him engaging in a
20 conversation, the conversation he wanted to have, in
21 that manner, yes.

22 Q Okay. Could Mr. Heath see Ms. Lively
23 topless if he looked in the mirror?

24 A Yes.

25 Q And it's your testimony that Mr. Heath

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1 was, in fact, looking in the mirror?

2 A He was looking in the mirror.

3 Q Do you know whether the conversation
4 between Mr. Heath and Ms. Lively was conditioned on
5 him not looking at Ms. Lively?

6 A I don't understand the question. Can
7 you

8 Q Do you know either way whether Ms. Lively
9 said she would engage in a conversation with
10 Mr. Heath if he turned around?

11 A I don't. I don't have a memory of that.

12 Q Do you recall whether Ms. Lively asked
13 Mr. Heath not to look at her?

14 A I -- I have -- I definitely have a memory
15 of things similar but not specific at that point.
16 It was a -- like I said, it was an uncomfortable
17 situation.

18 Q Uncomfortable for -- for him?

19 A Well, I was uncomfortable. In that -- I
20 mean, I'm -- yes.

21 Q Had you ever witnessed this type of
22 interaction play out on any of the prior film sets
23 on which you've worked?

24 MS. GAROFALO: Objection.

25 THE WITNESS: No, I have not. I've never

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1 witnessed anyone being asked to give a moment while
2 someone can get dressed. They've always been
3 accommodating.

4 BY MS. BENDER:

5 Q Do you know whether Ms. Lively confronted
6 Mr. Heath about looking in the mirror?

7 A I don't have a specific memory at the
8 time of what she may have said to him then, and I
9 don't know what she may have said to him later.

10 Q Do you know whether Mr. Heath denied
11 looking at Ms. Lively while topless?

12 A I'm not aware of that.

13 Q Did Mr. Heath, to your recollection,
14 offer any explanation for why he would not leave
15 when asked?

16 A This is a vague memory. So I -- but it
17 seemed that -- I have a -- a recollection of, "I'm
18 going to have this conversation now; I'm not going
19 to wait." Which was -- and that could have been why
20 I felt uncomfortable as of -- you know, maybe
21 something I wouldn't have felt that I should have
22 been a part of anyway.

23 Q Was Mr. Heath Ms. Lively's boss?

24 A Yes.

25 Q And when you say the situation made you

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1 feel uncomfortable, can you provide any additional
2 color or detail into how you felt during that
3 encounter?

4 MS. GAROFALO: Objection.

5 THE WITNESS: Well, we were in a
6 situation that was obviously vulnerable because
7 there were no clothing. And requests had been
8 ignored multiple times to not come in. And I would
9 think it best someone would at least turn their
10 back, which didn't happen. And so I -- and whatever
11 conversation they had to have seemed to be serious
12 enough that it felt like maybe it wasn't a
13 conversation for my ears. Does that make sense?
14 Which -- so I didn't -- you know, there were lots of
15 reasons for it to be uncomfortable. So I just
16 became professional to try to do the things I needed
17 to do to put her in a position where she could put
18 clothes on.

19 BY MS. BENDER:

20 Q Did Ms. Lively seem upset with this
21 interaction?

22 A At the moment that it was happening, I
23 was aware that it was -- felt like a violation. But
24 you know, I think that we -- Anne, myself, and
25 Ms. Lively were like -- we just -- it was just being

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1 handled. You know what I mean? Like, we were --
2 let's -- let's get this -- there was no reaction, so
3 to speak, of -- you know, no reaction. It was just
4 like let's get this handled so we can get out of
5 this uncomfortable situation, is what my memory
6 recall is we did.

7 Q And do you recall after the fact
8 discussing the encounter with Ms. Lively or
9 Ms. Carroll?

10 A After he left, wasn't much of a
11 discussion, but it was certainly a -- you know, eyes
12 open, mouth dropped. I think I said, "I've never
13 seen anyone do that before." Anne may have agreed
14 with me. I think that we were all really just in a
15 state of shock. We just finished our work and let
16 Blake get out of there. But there was not a
17 discussion, per se.

18 Q Did you perceive the interaction with
19 Mr. Heath that we just discussed in Ms. Lively's
20 trailer to cross any boundaries?

21 A Of course.

22 Q And did it cross a boundary that you had
23 not observed on other film sets?

24 A Yes.

25 Q Do you recall any other times that

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1 Mr. Heath arrived unannounced to Ms. Lively's
2 trailer?

3 A Not anything specific and certainly not
4 anything quite like that.

5 Q Over the course of production on the
6 film, did you or Ms. Carroll take any steps to
7 prevent unannounced or uninvited entries to the
8 trailer?

9 A Because of where Anne was stationed and
10 where she worked -- she worked very closely to that
11 door -- she told me that she began to lock the door.
12 And it wouldn't necessarily be all the time because
13 the ADs need to come in, and so you wouldn't -- you
14 know, or Blake's assistants may need to come in.
15 You wouldn't necessarily want to have the door
16 locked because then you're going to have to open it.
17 But there were times that I think she decided if
18 we're definitely going to be in a place of undress,
19 she may lock the door. We were also in a hurry.
20 But it's a little unusual to lock the door. But
21 Anne began to lock it, from time to time.

22 Q And was that to protect Ms. Lively's
23 privacy?

24 A It would protect someone from being able
25 to come in without us opening the door for them to

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1 some of her comments back to Mr. Heath at the time.

2 Q And can -- can you describe that for me
3 in a little bit more detail as to your awareness?

4 A Blake indicated or told us that he showed
5 her a photo of his phone and it was a close-up of
6 his wife's vagina beginning to crown. And she
7 indicated, "I shouldn't be seeing that. Don't show
8 me that." And then I think in a kind of way to
9 offset it, she goes, "Does your wife know you're
10 showing me that?" And he made some remark that -- I
11 don't remember what the remark was -- that was kind
12 of dismissive of her trying to say, "Don't show me
13 that." Like in a nice way, like, "Don't do that,"
14 and that remark was dismissed.

15 Q And Ms. Lively is a mother herself,
16 right?

17 A Yes.

18 Q Did it surprise you that Mr. Heath would
19 be showing a birthing video to Ms. Lively, as a
20 mother herself?

21 A Whether she was a mother herself or not,
22 it didn't matter; it's like was -- surprising at
23 all.

24 Q And did you find that to be an
25 appropriate encounter?

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1 A I would find that to be a completely
2 inappropriate encounter.

3 Q Is there any other behavior or
4 inappropriate interactions involving Mr. Heath or
5 Mr. Baldoni and Ms. Lively on set that we have not
6 discussed that you can recall?

7 A I mean, not anything that I keep in the
8 front of my memory. It's not something I usually
9 like to think about on a regular basis. But not
10 anything at the moment.

11 Q Do you have an understanding whether
12 Ms. Lively was disturbed or distressed by any of the
13 interactions that we've discussed today?

14 A Oh, yes. Yes, I -- I -- I do. I think
15 she was very taken aback or -- very taken back. And
16 very, like, this isn't appropriate behavior. As
17 a -- and it came as an -- as an actress needing to
18 do her job, this -- you know, this can create a --
19 in a way, I understood -- I mean, know because I --
20 I've been in this business for a while. The
21 intimacy and -- and the -- the collaboration and the
22 work taken to do scenes with your leading man when
23 we have lovemaking scenes and we have abuse scenes,
24 and then also as your director, the level of trust
25 there is pretty intense. And the story is really --

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1 Ms. Lively was breastfeeding, correct?

2 MS. BENDER: Object.

3 THE WITNESS: That's correct.

4 BY MS. GAROFALO:

5 Q And I surely wouldn't know whether or not
6 she was breastfeeding on that occasion clothed or
7 with her breast exposed, correct?

8 A Correct.

9 Q Okay. And I think you told us that
10 Mr. Heath knocked and opened the door; that was
11 immediately after the knock; is that right?

12 A Best of my recollection, and -- yes. And
13 we had -- before the door was opened, we were
14 screaming, "Don't come in."

15 Q Okay. And when you say "we were
16 screaming," who was screaming?

17 A Myself, Blake, and Anne.

18 Q Okay. And do you know whether Mr. Heath
19 heard you through the door?

20 A Well, I think that's why we were talking
21 very loudly. It's something that we do a lot.

22 Q You do that a lot to stop people from
23 coming in?

24 A Yes.

25 Q Okay. And did Mr. Heath -- strike that.

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1 Q And you did a fine job, I might add.

2 Do you have any knowledge about
3 Street Relations or Mr. Wallace that relates to the
4 film It Ends with Us on which you worked?

5 A I do not.

6 MR. GLOVER: Okay. I'll pass the
7 witness.

8 MS. BENDER: Before we go off the record,
9 we have a few follow-up questions within the scope
10 of the questions that have been posed to Ms. Baker.
11 So if we could go off the record and switch seating,
12 that would be great.

13 THE VIDEOGRAPHER: The time is 3:42 p.m.
14 Off record.

15 (Recess.)

16 THE VIDEOGRAPHER: The time is 3:57 p.m.
17 We're back on record.

18 FURTHER EXAMINATION

19 ---000---

20 MS. BENDER: Thank you.

21 BY MS. BENDER:

22 Q Ms. Baker, do you have any specific
23 recollection of receiving an HR training from
24 Wayfarer?

25 A I do not.

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1 filming. So I probably just assumed.

2 Q Do you have any specific recollection
3 that the discussion Mr. Heath insisted on having
4 with Ms. Lively in her trailer that day was about
5 the movie?

6 A In -- in our trailer that day, and he --
7 ask me one more time. I'm sorry. I'm just trying
8 to make sure I understand.

9 Q Sure.
10 Do you have any specific recollection
11 that the discussion that Mr. Heath insisted on
12 having with Ms. Lively that day in her trailer was
13 about the film?

14 A I don't actually know what it was about.
15 I just made a speculation.

16 Q When Mr. Heath entered the trailer, you
17 and Ms. Carroll yelled, "No, No, No"; is that right?

18 A Including Blake. We all did.

19 Q Is there any conversation that you can
20 imagine, whether about the film or otherwise, where
21 it would have been appropriate for Mr. Heath to
22 enter after being told not to enter and being asked
23 to leave?

24 MS. GAROFALO: Objection.

25 THE WITNESS: I cannot imagine any reason

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1 why someone wouldn't -- I can't imagine why he would
2 have come in. There's not a reason that I have
3 experienced that would not give some -- a few
4 minutes, anyway, to be in a more decent position.

5 BY MS. BENDER:

6 Q Do you have a specific recollection of
7 what Ms. Lively was wearing during the birthing
8 scene?

9 A I -- I definitively remember post the
10 scene with the baby. And no. I mean, I've -- I've
11 done scenes with her before, and I know she likes to
12 be covered. But I guess the truth is, if I think
13 about it, I don't really remember. It was very kind
14 of chaotic, and I -- I didn't have the need to be
15 that involved in the set. So I was pulled further
16 away than normal. I mean, I was there, but there's
17 a lot of -- there's a lot of different beats
18 happening. And if I didn't have to be there, I
19 wasn't going to be there.

20 MS. BENDER: I would like to show you
21 what's being marked Baker Exhibit 1.

22 THE STENOGRAPHIC REPORTER: Exhibit 1,
23 for the record.

24 (Exhibit 1 marked for identification.)
25

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1 BY MS. BENDER:

2 Q So these are two screenshots from the
3 footage of the film that were produced in this
4 litigation. They're -- I believe they're from
5 May 22nd, scene 1 of 6.

6 And can you let me know when you've had a
7 chance to review.

8 A Yeah.

9 Yes.

10 Q Does this refrect -- excuse me.

11 Does this refresh your rec --
12 recollection that Ms. Lively was not wearing cut-off
13 sweatpants during the filming of this scene?

14 A It does.

15 Q Do you recall that Ms. Garofalo asked you
16 a series of questions about a photo or a video that
17 Mr. Heath had shown Ms. Lively?

18 A Yes.

19 Q And was it a photo, or was it a video?
20 Do you recall?

21 A Since I didn't see it, it was my
22 understanding it was a video.

23 Q And that was a video of a woman's vagina?

24 A That's correct.

25 MS. BENDER: Okay. No further questions.

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REPORTER'S CERTIFICATE

I, ASHLEY SOEVYN, a Certified Shorthand Reporter of the State of California, do hereby certify:

That the foregoing proceedings were taken before me at the time and place herein set forth; at which time the witness was put under oath by me;

That the testimony of the witness, the questions propounded, and all objections and statements made at the time of the examination were recorded stenographically by me and were thereafter transcribed;

That a review of the transcript by the deponent was/ was not requested;

That the foregoing is a true and correct transcript of my shorthand notes so taken.

I further certify that I am not a relative or employee of any attorney of the parties, nor financially interested in the action.

I declare under penalty of perjury under the laws of California that the foregoing is true and correct. Dated this 13th day of September, 2025.



ASHLEY SOEVYN

CSR No. 12019