

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

BLAKE LIVELY,

Plaintiff,

v.

WAYFARER STUDIOS LLC, et al,

Defendants.

JENNIFER ABEL,

Third-Party Plaintiff,

v.

JONESWORKS LLC,

Third-Party Defendant.

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

PLAINTIFF BLAKE LIVELY'S DECLARATION IN SUPPORT OF OPPOSITION TO DEFENDANTS' MOTION FOR SUMMARY JUDGMENT

I, Blake Lively, pursuant to 28 U.S.C. § 1746, hereby declare as follows:

1. I am over 18 years of age, of sound mind, and otherwise competent to make this declaration. The evidence set out in the following declaration is based on my personal knowledge.

Introduction to Baldoni and *It Ends With Us*

2. After initially meeting Justin Baldoni ("Baldoni"), I spoke with Liz Plank ("Plank"), a friend who co-hosted the *Man Enough Podcast* with him. Plank shared several negative experiences that she and others had with Baldoni and Wayfarer Studios LLC ("Wayfarer").

3. I felt strongly that *It Ends With Us* (the "Film") could reach a broad audience. Lily Bloom's story resonated with me deeply and personally, and I thought her story of resilience and

empowerment was important to share. For these and other reasons, I ultimately accepted the role of Lily Bloom.

4. I have only met the Film's screenwriter, Christy Hall, once and very briefly, in person at the New York Premiere on August 6, 2024. We only communicated one other time, which was also brief and via email a few days later.

Baldoni's Inappropriate Conduct During Pre-Production

5. In late March 2023, Baldoni introduced me to a trusted health advisor of his, Jennifer Benson ("Benson"), purportedly for her to help me recover from strep throat.

6. Benson subsequently sent me an agreement outlining the purpose and goals of her program. The agreement indicated that Benson specialized in weight loss.

7. Shortly thereafter, my personal trainer and longtime friend, Don Saladino ("Saladino") confirmed my suspicion that Baldoni was focused on my weight. In late April 2023, Saladino, with whom I had connected Baldoni at Baldoni's request earlier in the year, informed me that Baldoni asked him how much I would weigh in two weeks' time—*i.e.*, around the time we were scheduled to begin filming. Saladino was very upset when relaying the interaction to me, and shared his impression that Baldoni's inquiry was inappropriate. I was disturbed and unsettled that Baldoni was soliciting information about my weight—which Saladino did not entertain—and especially that Baldoni called my trainer behind my back after I had recently given birth and was still breastfeeding.

8. On or around April 25, 2023, I informed Baldoni that I was aware he spoke to Saladino about my weight. Baldoni had come to my office to work on script revisions, and before we started, I raised his conversation with Saladino about my weight and conveyed that it was upsetting to me and that it felt invasive and inappropriate. My husband, Ryan Reynolds

(“Reynolds”), was also working in our office at the time on his own film. He briefly walked over and joined our discussion, but returned back to his own work shortly thereafter. Later on, Hugh Jackman (“Jackman”) stopped by briefly to pick up Reynolds for lunch. He shook Baldoni’s hand at the door, they exchanged niceties, and Jackman left with Reynolds. No one but Baldoni, myself, and Reynolds was anywhere in our office during the discussion about Baldoni’s inappropriate inquiries into my weight.

Intimacy & Nudity

9. The Wayfarer Defendants¹ did not follow appropriate industry and/or nudity rider procedures.

10. On or around May 19, 2023, I filmed a scene in which my character, Lily Bloom, visits Baldoni’s character at work to share that she loves him. The intention was always to kiss in that scene, with everyone’s knowledge and consent. Along with my makeup artist, we planned lipstick that would not transfer onto Baldoni for the kiss, which we also shared with him. While the scene was cut from the Film, the version that appears in the Film is one reshoot to be set in Ryle Kincaid’s (Baldoni’s character’s) apartment instead, and it too has a kiss, as it is a pivotal moment for the characters’ love story.

11. On or around May 22, 2023, I filmed a scene in which my character gives birth (the “Birth Scene”).

12. Customary industry restrictions that, in my experience, have been put in place for partial or implied nudity, were not implemented for the Birth Scene. The set was not closed to non-essential personnel for the entirety of this scene. Among others, Steve Sarowitz, who did not constitute essential personnel to shoot the scene, was present at on set that day, and furthermore,

¹ The “Wayfarer Defendants” shall mean Wayfarer, Baldoni, Jamy Heath, Steve Sarowitz, and It Ends With Us Movie LLC (“IEWUM”).

was not declared on the call sheet as a crew member who would be present that day. Monitors for the scene were also active, when the standard for closed sets is to restrict the feed.

13. The script for the Birth Scene did not call for the simulation of nudity, and as a result, I did not discuss or consent to nudity with the Film's intimacy coordinator in preparation for the Birth Scene, through a nudity rider or otherwise. I did not discuss simulating any type of nudity in that scene with Baldoni before I arrived on set that day and Wayfarer did not ask for the intimacy coordinator to be on set for the Birth Scene.

14. On the day of the Birth Scene, Baldoni and Jamey Heath ("Heath") insisted that I simulate giving birth naked. Baldoni recounted that his wife tore her clothes off when giving birth to their children. I shared that that was not my experience when birthing any of my four children and requested that my character give birth wearing a hospital gown, as it was set in a hospital. Baldoni insisted that the prosthetic belly be visible and continued to press for nudity. I felt forced to compromise and ultimately agreed to simulate nudity from below the chest down, which we had not previously discussed or agreed to.

15. Filming the Birth Scene took several hours. At many points during filming, I was positioned on my back on a hospital bed, with my naked legs spread apart wide in stirrups, while non-essential crew passed by. Other than a strategically placed hospital gown and an exposed "nude" prosthetic belly, during certain shots of the scene, I only wore a small, thin and flat piece of black fabric to cover my genitalia. Production filmed several angles, including one showing my side profile, as well as my front with simulated nudity from my lower half down. I had to request a blanket to be given to me for privacy between takes, which was not always provided.

16. I learned the day of the Birth Scene that the actor playing the OB/GYN, and repeatedly positioned between my legs in close proximity to my barely covered genitalia, was one

of Baldoni's friends who I understood had flown in from Los Angeles for the limited role. Baldoni introduced him to me as one of his best friends.

17. I was extremely uncomfortable with the degree to which I was exposed during the Birth Scene, which felt violative and humiliating. That was amplified by having Baldoni's best friend acting between my legs, and his other best friend and the Film's financier visiting that day of all days.

18. The day after the Birth Scene was filmed, Heath showed me a video of a fully nude woman, which I initially believed to be pornography. As soon as I realized that I was looking at a naked woman, I averted my eyes and asked him to stop sharing. Heath subsequently told me that the woman in the video was his wife in the process of giving birth. I now understand that Heath claims that the video he showed me was an "after birth" video that included him, his newborn and other people in the scene. The video he showed me was not a family video of a baby, mother and father post-birth. He showed me a graphic video of a naked women with no context and without asking for my consent.

19. Also on May 23, 2023, Baldoni and I shot a dance scene (the "Dance Scene"). The Dance Scene stated that our characters would be "in their own world" "falling in love," and did not call for any kissing, simulated intimacy or any physical touching beyond slow dancing; I was not asked by Baldoni to alter or expand the scene as written. There was no discussion or no opportunity for me to consent to kissing or intimacy with Baldoni or the Film's intimacy coordinator in preparation for filming. Still, Baldoni spontaneously improvised intimate physical touch during filming. He repeatedly leaned in toward me, attempted to kiss me, kissed my forehead, intimately rubbed his face and mouth against my neck, put his thumb to my mouth and flicked my lower lip, caressed me, and leaned into my neck, saying "it smells good" in reference

to my skin. None of this was scripted, discussed, or agreed to in advance. I felt trapped and tried to create physical distance from Baldoni. Since Baldoni's unscripted physical advances took place while cameras were rolling, I attempted to evade his touch while staying visibly in character and attempting to maintain my performance—leaning and spinning away from him, and suggesting that the characters talk rather than kiss or nuzzle—while also trying not to disrupt or further draw out the scene so I could get it over with. I tried to use levity and choreography in character to keep Baldoni at bay and to avoid his unwanted touching.

20. In a separate scene, Baldoni covertly bit and sucked my lip without consent.

Navigating Wayfarer's Distressing Work Environment

21. On the second day of filming, Baldoni was upset and delayed production for hours as a result. He came to my trailer and was emotional, crying at times. He told me, among other things, that there were social media posts stating that I looked old and unattractive. That was a shocking and painful thing to hear, since I could not change my age or body.

22. At one point during the first phase of filming, I was in a car with Baldoni, security detail, and my assistant. During that drive, Baldoni divulged that he had not always asked for consent in sexual relationships and that he had not always listened when they said no. Prior to sharing this disturbing admission, Baldoni grabbed my female assistant's arm long and slow and said, this "stays in this car."

23. In late May 2023, I discussed attempting to navigate the unsafe set with my co-star, Jenny Slate. I was in the process of trying to determine the most effective way to communicate my growing HR concerns, since I was concerned about how Baldoni and Heath, as both my employers and also the subject of my concerns, would react when I did so. Baldoni and I had yet to film several intimate scenes scripted for the Film, and it was necessary that we have on-screen

chemistry during those scenes. I also needed to continue to work closely with Baldoni and Heath on all aspects of production. For the benefit of the Film and my working relationship with Baldoni and Heath, I felt it necessary to carefully consider to whom and to what extent I would raise my concerns about their inappropriate behavior.

24. I communicated my concerns to Ange Giannetti (“Giannetti”), Baldoni and Heath in person at various points in time during 2023 and 2024, including on January 4, 2024, during the “all hands” meeting that we had previously agreed would take place before we resumed production. The purpose of the meeting was to “confirm and approve a plan . . . for the physical and emotional safety of [me], [my] employees and all the cast and crew,” as initially requested in the “Protections for Return to Production” that my attorneys sent to Wayfarer on November 9, 2023 (the “Protections Letter”). The Protections Letter outlined that the meeting would include the director, all producers, the Sony representative, a newly-engaged third party producer, me and my designated representative. Consistent with the Protections Letter, I requested and hosted a meeting with the director (Baldoni), all producers (Baldoni, Heath, and Alex Saks), the Sony representative (Giannetti), and the newly-engaged third party producer (Todd Black) before filming resumed after the SAG-AFTRA strikes ended. I asked my husband, Reynolds, to join as my designated representative, given that much of what I was speaking about was sexual harassment and feeling unsafe. While he was one of the participants in the meeting and was candid and serious about his concerns, Reynolds did not yell, or raise his voice ever. No participant, including Baldoni and Heath expressed visible surprise when arriving for the meeting or seeing Reynolds. None of the attendees ever appeared surprised that the meeting was to discuss the serious issues with production thus far and the unsafe work environment as mentioned in the Protections Letter. In fact, the 1st AD Chris Surgent quickly excused himself after his work was

done in discussing physical production/schedule so that we could have our intended meeting. After he left, I discussed boundaries that had been crossed and various disturbing behaviors and events during phase one of production, including by Baldoni and Heath (many of which I had previously raised to Giannetti, Heath and/or Baldoni). I reiterated the protections in the Protections Letter that my attorney circulated two months prior. I was upset that the meeting and the preceding Protections Letter were necessary, but I calmly recounted my concerns.

25. Notwithstanding the January 4 Meeting, I remained deeply uncomfortable with and around Baldoni and Heath when filming re-started after the SAG-AFTRA strikes ended, but I had a job to do, which required intimacy, camaraderie and chemistry with Baldoni, so I did my best to compartmentalize and get through it. I learned that, at several points after I raised my concerns about their inappropriate conduct, both Baldoni and Heath went out of their way to vilify me. They painted themselves as the victims and me as a bully. I was not willing to endorse Baldoni or Heath personally by appearing alongside or promoting the Film with them. I did not feel comfortable standing alongside Baldoni given his misbehavior or the way he treated women in my experience or in the admissions he shared both with me and also publicly. I made clear to my team and Sony in early 2024 that I was not interested in promoting the Film with or near Baldoni, and in the summer of 2024, made clear that that included the Film's premiere. But, I actively encouraged Sony to make sure that publicity content included sufficient representation of both the "Lily" and "Ryle" characters, and, in fact suggested efforts to have a trailer dedicated to their relationship, and encouraged marketing materials both in character and out of character that would capture Ryle and Baldoni.

26. Neither Wayfarer nor IEWUM provided me any support, including HR support or resources, to address Baldoni's and Heath's inappropriate behavior. I never saw or received an

employee handbook or any anti-discrimination, anti-harassment or anti-retaliation policies or procedures from Wayfarer or IEWUM. Likewise, I never received training, guidance or instruction regarding Wayfarer's or IEWUM's anti-harassment policies, nor was I aware that any such training or guidance was offered to Film cast or crew members. I was also not aware that Wayfarer or IEWUM offered a hotline number for HR concerns and I never received any information regarding who to contact and how to raise a complaint about work conditions.

The Edit

27. At times, Baldoni and/or Heath actively avoided providing me with access to view dailies and the edit of the Film. Even though I was upset over his inappropriate behavior, I recognized that it was necessary to be pleasant with Baldoni, who was my boss at every turn, including by conveying that I was "happy and energized" to see select footage he sent. Especially because, in my experience, he was retaliatory, uncollaborative and huffy otherwise.

28. During the hiatus for the SAG-AFTRA strikes, Baldoni came up with excuses to withhold access to most of the footage, sharing only small portions of the footage with me, despite the fact that I was an Executive Producer on the Film. In August 2023, Baldoni sent me a sequence of the Film that he had edited. The sequence included an intimate scene involving Young Lily and Young Atlas. As scripted, the scene featured the two characters talking, and then kissing, mostly clothed in the context of implied foreplay. The footage featured the same but then took it many steps farther than any script I had been given access to, and further than the book. It proceeded to show the teenagers undressing, falling into bed sheets, discussing condoms and how many times each of them had or had not had sex, and ended in a closeup of Young Lily gasping in pleasure when Young Atlas penetrated her as she lost her virginity. I was shocked and deeply disturbed watching the footage, which was a surprise to me in every way. At this point in the Film, the

character of Young Lily is a minor. In the book she is 15/16 years old during the “Young Lily” scenes. The graphic on-screen representation of a minor being penetrated, especially in the context of what was to be an innocent relationship, felt exploitive and dangerous in any circumstance, but given the nature of the book and Film, it was doubling alarming.

29. Baldoni’s edits featured his character in more sexual and graphic ways, or in monstrous fits of rage and aggression, which felt like they centered the abuser and also at times sensationalized, sexualized and created exploitive thrill around domestic violence. That was concerning to me.

30. I felt that Baldoni’s edits marginalized the female characters, glorified the abuser, and would upset the Film’s audience of primarily women, as well as the fanbase of readers. I most trusted Colleen Hoover to know what the book readers would want to see on screen. So we worked together on the edit in service of the audience. She was never in the edit room with Baldoni or Wayfarer.

31. My involvement in the edit arose because of these concerns combined with Sony’s and Wayfarer’s pressure to lock down an accelerated release date, not because I wanted or sought “control.” As the person that the Film was sold on, it was my likeness and image that would be used to market and promote the Film. It was critical that I was comfortable with the work product, and that I could stand behind it and lend my name and likeness to the material. I did not get paid extra for working on the edit, and was not promised “producer” credit or any other benefit in advance, nor did I ever ask for or receive credit for the edit of the Film, which was an historically successful summer blockbuster.

32. In or around late April 2024, at Sony’s suggestion and with Sony’s full support and encouragement, I was provided access to create a separate edit (while Wayfarer still had their own

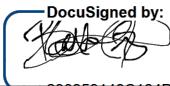
edit occurring in California) in order to effectuate Sony's cut of the Film. I also responded to marketing materials I was sent by Sony, including the trailer they created, posters, book covers and other materials, to do all I could to ensure that the Film was a success for Sony, Wayfarer, all other stakeholders and the audience.

33. On or around April 23, 2024, Sony sent me a trailer of the Film featuring the Taylor Swift ("Swift") song, MY TEARS RICOCHET. At the time I received the trailer, I knew nothing about the trailer, including that they ever wanted to use a song by Swift. Baldoni was the only person who I had ever heard mention wanting to include a song by Swift in the Film, but that was during production, and I was not even sure if he was serious at that time. Sony had not secured permission to use the song. I was conflicted given my negative experience with Baldoni and Heath on the Film. I shared the trailer with Swift and she later consented to the song's inclusion.

34. In order to contribute my best work on the Sony cut, as well as various promotional materials, I sought input from the distributor, author, other filmmakers, and my most trusted creative friends and colleagues. In my 22 years' experience in the entertainment industry, the process of seeking feedback from trusted and successful creatives is the way to get the best final product, and many of my favorite filmmakers and creatives do that on every single project. It is a huge opportunity for all stakeholders, and for the audience, to have such valuable input if you can get it.

35. My ownership stake in Blake Brown is through LOL HATA LLC. I am the majority owner of LOL HATA LLC, with an ownership stake greater than 99%.

I declare under penalty of perjury that the forgoing is true and correct, and that this declaration was executed on December 3, 2025.

DocuSigned by:

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BLAKE LIVELY