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DECLARATION OF MICHAEL LUSTIG

I, Michael Lustig, declare as follows:

1. I make and submit this declaration in connection with Petitioner's Special Memorandum re Background Facts surrounding Recordings. This declaration shall relate to only matters I presently believe are relevant to the aforementioned matters.

2. I was formerly a consultant to Icon Distribution, Inc. I have twenty-five years of experience as a music manager. I was originally brought in to Icon Distribution to facilitate the release of Oksana Grigorieva's music album. I make this declaration of personal, firsthand knowledge, and if called and sworn as a witness, I could and would testify competently thereto.

3. I have known Mel Gibson professionally and personally since 1998.

4. I was president of Icon Records from 1998-2002.

5. I met Ms. Grigorieva in or around July or August, 2008. Mr. Gibson introduced her to me, explaining that he had signed Ms. Grigorieva as an artist. Mr. Gibson later told me that the two were also dating.

6. In May, 2009, Mr. Gibson asked me to come to Icon Distribution and manage the project of releasing Ms. Grigorieva's album. I agreed to do so.

7. While working on the release of Ms. Grigorieva's album, I got to know Ms. Grigorieva well and saw Mr. Gibson and Ms. Grigorieva interact on many occasions. Based on my experience with Ms. Grigorieva and Mr. Gibson, I believe that Mr. Gibson was overly generous to her, almost in her employ. I observed that Mr. Gibson put enormous amounts of time and money into Ms. Grigorieva's career so that she would be successful. In response, however, I did not observe Ms. Grigorieva expressing any gratitude toward Mr. Gibson.

8. In my experience, Ms. Grigorieva's disposition is generally anxious, depressed and uneasy, and she constantly "digs" at Mr. Gibson and pushes his buttons. Her mood changes if I or any of my other staff members ask her to attend a press event. She then becomes very happy and excited. When the event is over, however, she typically returns to her anxious, depressed and uneasy mood.

1 9. On several occasions I have seen Ms. Grigorieva angry with Mr. Gibson or other
2 people. For example, one day at the office I heard Ms. Grigorieva in Mr. Gibson's office arguing
3 with him. Her mood becomes "dark" quickly, and it is almost like you are with a different person.
4 Her voice becomes very growly, almost guttural. Her words and tone then become very sharp,
5 pointed and nasty.

6 10. As part of my management of the release of Ms. Grigorieva's album, I was
7 involved in spearheading press campaigns for the album. In January, 2010, we were asked by Mr.
8 Gibson's publicist to cease press activities for Ms. Grigorieva's album so that her publicity was
9 not intertwined with Mr. Gibson's promotion of *Edge of Darkness*. Ms. Grigorieva agreed to do
10 so.

11 11. During this same month, in January, 2010, Mr. Gibson sat down for an interview,
12 in his home, with a French television program to discuss *Edge of Darkness*. Despite Ms.
13 Grigorieva's promise to not promote herself and her musical career during this time, she asked the
14 interviewers to film an interview with her and her live performance. Ms. Grigorieva then called
15 me at my office, and asked that I immediately bring her copies of her CD and music videos and
16 help set up for the performance at Mr. Gibson's house. I complied with Ms. Grigorieva's requests
17 and the interview went forward, despite her promise to avoid such press.

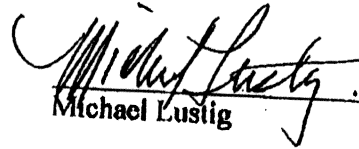
18 12. On or around April, 2010, Ms. Grigorieva was scheduled to visit Russia to promote
19 her charity work. I and my staff members set this trip up for Ms. Grigorieva. Although Mr.
20 Gibson and Ms. Grigorieva were broken up, Mr. Gibson called me and informed me that Ms.
21 Grigorieva insisted upon going on the trip, to be funded by Mr. Gibson. I understand based on my
22 conversation with Mr. Gibson that he agreed to go ahead with the trip in an attempt to maintain a
23 good relationship with Ms. Grigorieva. I understand from a conversation with Mr. Gibson that
24 Ms. Grigorieva also insisted on retaining Rogers & Cowan to assist with the publicity for her trip.
25 As a result we retained Rogers & Cowan for an additional 30 days to assist Ms. Grigorieva.

26 13. I discussed this trip with Ms. Grigorieva and advised her to either cancel or
postpone the trip because of a recent terrorist attack in Moscow. I explained to her that the
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1 security expenses were going to be extremely high. Ms. Grigorieva refused to do so and she
2 informed me that she had to go. She then chose to leave Lucia behind while she went to Russia to
3 promote her charity work. While in Russia, Ms. Grigorieva set up her own press events.

4 I declare under penalty of perjury under the laws of the State of California that the
5 foregoing is true and correct.

6 Executed on June 24, 2010, at Malibu, California.

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9 Michael Lustig

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