

## **CERTIFICATE OF SERVICE**

I, Karen Grelish, hereby certify that, on August 7, 2023, a true and correct copy of the attached Letter to Vice Chancellor was filed and served electronically via File and ServeXpress on the following counsel of record's designated email addresses:

Gregory V. Varallo, Esquire; Daniel E. Meyer, Esquire; Michael J. Barry, Esquire; Kelly L. Tucker, Esquire; Jason M. Avellino, Esquire; Thomas Curry, Esquire; Corrine Elise Amato, Esquire; John A. Neuwirth; Joshua S. Amsel; Raymond J. DiCamilo; Kevin M. Gallagher; Matthew W. Murphy

Karen Grelish

Karen Grelish *pro se*

kgrelish@protonmail.com

August 6, 2023

Vice Chancellor, Morgan T. Zurn  
Court of Chancery New Castle County  
Leonard L. Williams Justice Center  
500 North King Street  
Wilmington, DE 19801

In regards to: AMC ENTERTAINMENT HOLDINGS, INC. STOCKHOLDERS LITIGATION  
CIVIL ACTION NO. 2023-0215-MTZ

**Plaintiff's Responses to Karen Grelish's Motion for Reargument**

**Point 1 and Point 3**

I express my disagreement with the "Plaintiff" counsel's assertion that the Special Master rejected Ms. Grelish's May 29, 2023, objection. The record shows that the Special Master only received a notification stating that I did not receive a postcard. Your Honour has clarified in her Opinion of July 21, 2023, that a mere notification does not constitute an objection. Plaintiff's counsel appears to be suggesting that my objection is to be disregarded without review and consideration by one in authority to do so.

Despite my efforts to inform Mr. Avellino of BLBG Law about this error, it appears that my concerns were not addressed or resolved.

Furthermore, I would like to draw attention to the fact that sending inquiries to [AMCSettlementObjections@blbglaw.com](mailto:AMCSettlementObjections@blbglaw.com) only resulted in receiving an automated generic response containing information about the court case. In order to ensure the proper filing of my objection, I took proactive measures and reached out to [Sara.Swartzwelder@blbglaw.com](mailto:Sara.Swartzwelder@blbglaw.com). I took every necessary step and made all possible efforts to ensure that my objection was properly handled and successfully received by the Special Master. This error should have been corrected by the Plaintiff's counsel.

**Point 7(a)**

I have thoroughly documented my assertion concerning the ineffectiveness of AMC's Section 242(b) class vote waiver in my objection. My objection contains relevant details and supporting evidence to substantiate my position.

The Plaintiff's counsel have referenced AMC's November 22, 2013, S-1 prospectus exhibit as a class waiver inclusion.

To further support my position, I refer the court to the Securities and Exchange Commission's (SEC) Item 601, Regulation S-K, which outlines the required exhibits that must be filed with a Form S-1. These exhibits include the original articles of incorporation and all amendments thereto, as stated under Part II Form S-1 heading.<sup>1</sup>

The insertion of AMC's Third and Amended Articles of Incorporation into the exhibits of the November 22, 2013 S-1 prospectus before it had been filed with the Delaware Secretary of State, that changed the class voting rights within the prospectus, contravenes Securities and Exchange Item 601, Regulation S-K.

The Notice of Effectiveness issued by the Securities and Exchange Commission was on December 17, 2013 at 4 p.m., as also noted in my objection. AMC's Third and Amended Articles of Incorporation were effective on December 17, 2013 at 9.34 p.m., after the SEC Notice of Effectiveness, as per my objection. The S-1 Form prospectus exhibit, dated November 22, 2013, should have only included the effective AMC Articles of Incorporation up to and including the Second Amendment and Restated Certificate of Incorporation filed with the Secretary of State on December 21, 2012.<sup>2</sup> (See Page 452 under (3)(i).) This section states under *Articles of Incorporation* that the articles of incorporation of the registrant or instruments corresponding thereto as currently in effect and any amendments thereto.

Accordingly, I maintain my assertion of the ineffectiveness of AMC's Section 242(b) class vote waiver.

#### Point 7

The major thrust of my objection is breach of fiduciary duty of loyalty and care through several corporate governance violations of DGCL law and NYSE Manual Regulations that disenfranchised the separate class voting rights of common shareholders. These violations have led to many injustices and harm; such as and not limited to, the over-issuance of APE shares by a multiple factor of 10.

#### Point 7(b)

While it is true that NYSE, as a self-regulatory organization, determines violations of its rules, it does not diminish the relevance and potential impact of NYSE rules in the context of breach of fiduciary duty claims. NYSE rules are designed to promote fair and transparent corporate governance practices, and their violation can and do indicate potential breaches of fiduciary duties.

The New York Stock Exchange (NYSE) operates independently, but it is essential to recognize that it also falls under the watchful eye of the U.S. Securities and Exchange Commission (SEC). While the NYSE maintains its autonomy as a private entity, its activities are subject to regulation by the SEC, a crucial federal regulatory agency.

Companies listed on the NYSE voluntarily agree to abide by the rules and regulation of the NYSE when they chose to list their securities on the exchange. By doing so, they enter into a contractual relationship with the NYSE and are obligated to comply with the exchange's rules.

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<sup>1</sup> [Form S-1 Filing - The Anthony L.G., PLLC Advantage \(legalandcompliance.com\)](#)

<sup>2</sup> [CFR-2015-title17-vol3-sec229-601.pdf \(govinfo.gov\)](#)



## CONCLUSION

The Defendant's choice to remain neutral concerning the motion for re-argument, along with the Plaintiff's request to dismiss my Objection, Exception, and Motion, and their refusal to accept responsibility for not transferring my Objection to the Special Master despite my repeated requests to Mr. Avellino of BGBL Law, gives rise to concerns related to Chancery Rule 23.

In the Introduction, the Plaintiff makes a statement asserting that the arguments presented in Ms. Grelish's May 29, 2023 objection were reviewed and dismissed by the Special Master in her Report and Recommendation Regarding Objections to Proposed Settlement, even if the Special Master did not explicitly address them in response to Ms. Grelish's submission.

Your honour instructed the court to treat my objection as a motion for re-argument and in doing so would have considered the contents of the objection. A motion for re-argument of Court of Chancery Rule 59(f) is seldom granted, yet the "Plaintiff's" counsel is stating that it should be denied as due process has already been established in their view. The Plaintiff's counsel have presented arguments in my objection that resemble those of previously denied objections while dismissing the ones that hold substantial merit.

Chancery Rule 23 is designed to ensure a fair and just legal process, where all parties are given an equal opportunity to present their arguments and evidence.

By: Karen Grelish

Karen Grelish,  
*pro-se*