BERTRAM FIELDS (SBN 024199)
BFields@ggfirm.com
AARON J. MOSS (SBN 190625)
AMoss@GreenbergGlusker.com
GREENBERG GLUSKER FIELDS CLAMAN & MACHTINGER LLP
1900 Avenue of the Stars, 21st Floor
Los Angeles, California 90067-4590
Telephone: 310.553.3610
Fax: 310.553.0687

Attorneys for Plaintiff
TOM CRUISE

UNITED STATES DISTRICT COURT

CENTRAL DISTRICT OF CALIFORNIA

CV12-09124 DDP (JCx)

TOM CRUISE,

Plaintiff,

vs.

BAUER PUBLISHING COMPANY L.P., BAUER MAGAZINE L.P., BAUER MEDIA GROUP, INC., BAUER, INC., HEINRICH BAUER NORTH AMERICA, INC. and DOES 1-10, inclusive

Defendants.

Case No.: _____

COMPLAINT FOR DEFAMATION AND FALSE LIGHT INVASION OF PRIVACY

(Jury Trial Demanded)

GREENBERG GLUSKER FIELDS CLAMAN & MACHTINGER LLP
1900 Avenue of the Stars, 21st Floor
Los Angeles, California 90067-4590

Plaintiff alleges as follows:

Introduction

1. Defendants are the publishers of sensational gossip magazines, including *Life & Style* and *In Touch*. On at least two occasions over the past several months, they have falsely trumpeted that plaintiff Tom Cruise has "abandoned" his six year old daughter Suri. Through his representatives, plaintiff has attempted to correct these fabrications by providing defendants with the true facts before the lies went to press. But defendants have demonstrated that they have no interest in the truth, and will stop at nothing to push the sales of their tabloids, even if this means exploiting a defenseless six year old child on their cover, and proclaiming to the world that she has been "ABANDONED BY HER DAD." Defendants' cruel and reckless statements have no basis in fact, are not protected by the First Amendment, and were calculated to sell tabloids in utter contempt and disregard for the truth. Of course, this is not new. For years, defendants have been making money hawking lies about plaintiff and others. Plaintiff is not a litigious person and has not sued them before. But to falsely accuse him of abandoning his child crosses the line. Enough is enough.

Jurisdiction and Venue

2. This is a civil action between citizens of different states and the matter in controversy exceeds the sum of $75,000, exclusive of interests and costs. As discussed below, because there is complete diversity of citizenship between plaintiff and all defendants, the court has original jurisdiction under 28 U.S.C. § 1332(a).

3. Venue is proper under 28 U.S.C. § 1391(a)(2) because plaintiff resides here, primarily renders his services here, and this is where plaintiff has suffered the primary harm from defendants' publications.

GREENBERG GLUSKER FIELDS CLAMAN & MACHTINGER LLP
1900 Avenue of the Stars, 21st Floor
Los Angeles, California 90067-4590

The Parties

4. Plaintiff is a motion picture actor who resides in Los Angeles, California.

5. Plaintiff is informed and believes, and based thereon alleges, that defendant Bauer Publishing Company, L.P. is a limited partnership organized under the laws of the State of New Jersey, with its principal place of business in New Jersey, and is engaged in business in Los Angeles, California.

6. Plaintiff is informed and believes, and based thereon alleges, that defendant Bauer Magazine L.P. is a limited partnership organized under the laws of the State of Delaware, with its principal place of business in New Jersey, and is engaged in business in Los Angeles, California.

7. Plaintiff is informed and believes, and based thereon alleges, that defendant Bauer Media Group, Inc. is a corporation incorporated under the laws of the State of Delaware, with its principal place of business in New York, and is engaged in business in Los Angeles, California. Plaintiff is further informed and believes, and based thereon alleges, that Bauer Media Group, Inc. also maintains an office in Los Angeles.

8. Plaintiff is informed and believes, and based thereon alleges, that defendant Bauer, Inc. is a corporation incorporated under the laws of the State of Delaware, with its principal place of business in New Jersey, and is engaged in business in Los Angeles, California.

9. Plaintiff is informed and believes, and based thereon alleges, that defendant Heinrich Bauer North America, Inc. is a corporation incorporated under the laws of the State of Delaware, with its principal place of business in New York, and is engaged in business in Los Angeles, California.

10. Plaintiff is unaware of the true names and capacities of the defendants sued herein as Does 1 through 10, inclusive, and therefore sues these defendants by fictitious names. Plaintiff will seek leave of the Court to amend this complaint to

GREENBERG GLUSKER FIELDS CLAMAN & MACHTINGER LLP
1900 Avenue of the Stars, 21st Floor
Los Angeles, California 90067-4590

allege their true names and capacities when ascertained. Plaintiff is informed and believes, and based thereon alleges, that each fictitiously named defendant is responsible in some way for the acts, occurrences and events alleged in this complaint, and is liable to plaintiff therefore. Bauer Publishing Company, L.P., Bauer Magazine L.P., Bauer Media Group, L.P., Heinrich Bauer North America, Inc. and Does 1 through 10 are sometimes referred to collectively herein as "Defendants."

11. Plaintiff is informed and believes, and based thereon alleges, that at all times relevant herein, Defendants have operated as a joint venture dividing revenues and profits between them and seeking by their joint efforts to maximize gains and minimize losses. As such, each and every Defendant herein is equally responsible in whole or in part for each and every act alleged herein.

12. Defendants own, control, publish and/or contribute to the publication of so-called supermarket tabloids, including *Life & Style* and *In Touch*, which are distributed in print throughout the world. They claim to sell more magazines at retail in the United States than any other magazine publishing company. Defendants also publish reproductions of their tabloid covers on their Internet web sites, usually unaccompanied by the inside stories, in order to promote the sale of these tabloids. Defendants make money by publishing false and lurid stories about celebrities that are hurtful or embarrassing. They are wholly unconcerned about the truth of what they publish or the harm it causes. Indeed, the more hurt and embarrassment they falsely and maliciously cause their victims, the more money they make.

13. Defendants place their magazines at supermarket checkout counters and in other stores and outlets throughout the country. These publications are placed so that millions of people each day must see their covers which feature screaming headlines in huge, brightly colored letters that are typically of a false, lurid and titillating nature, and that are often entirely unsupported by the stories

GREENBERG GLUSKER FIELDS CLAMAN & MACHTINGER LLP
1900 Avenue of the Stars, 21st Floor
Los Angeles, California 90067-4590

buried in the magazines' interiors. Defendants' plan is to use these eye-catching headlines to cause people standing in checkout lines to buy their magazines. However, only a small percentage of people who see the covers of Defendants' magazines actually buy the magazines and fewer still actually read the interior stories. Most see only the false and lurid headlines on the cover. They never see the supposed "backup" assertions in the interior story, which often have little to do with what is proclaimed on the cover and are typically false as well.

FIRST CLAIM FOR RELIEF

Defamation

(Against All Defendants)

14. Plaintiff realleges and incorporates by this reference the allegations contained in paragraphs 1 through 13, inclusive, as though they were fully set forth herein.

15. Plaintiff (sometimes referred to herein as "Tom") has one child, Suri, with actress Katie Holmes. He has two children by a prior marriage. Ms. Holmes filed for divorce on or about June 29, 2012. Having reached a written settlement agreement on or about July 9, 2012, plaintiff and Ms. Holmes were divorced on August 20, 2012.

16. On July 18, 2012, Defendants widely circulated the cover of their July 30, 2012 issue of *Life & Style* separate from the magazine itself, including on their Internet web sites. That cover, published with no accompanying story, contained a photograph of Suri in a box in the upper left hand corner, with the headline "SURI IN TEARS, ABANDONED BY HER DAD."

17. The July 30, 2012 cover of *Life & Style* was also distributed in print. The magazine contained an inside story on pages 34 and 35 entitled "Suri's Emotional Struggle." A true and correct copy of the cover and story is attached hereto as Exhibit "A."

GREENBERG GLUSKER FIELDS CLAMAN & MACHTINGER LLP
1900 Avenue of the Stars, 21st Floor
Los Angeles, California 90067-4590

18. The internal story, which would not be seen by the vast majority of people who saw the cover but did not buy the magazine and read through it, and which was not even available on-line, discusses the "difficult time" that Suri was purportedly having "in the wake of her parents' split." It does not remotely purport to provide any facts indicating or suggesting that Tom "abandoned" Suri, as proclaimed on the cover. The reference to "Suri in tears" on the cover (which any ordinary reader would believe were caused by Tom's supposed "abandonment" of his daughter) are described in the internal story as a result of Suri being upset over not being able to take a puppy home from a pet store.

19. On July 18, 2012, upon receiving a copy of the July 30 edition of *Life & Style*, plaintiff's counsel immediately wrote to Defendants stating that the assertions on the cover were completely false and defamatory. A true and correct copy of this letter is attached hereto as Exhibit "B." Counsel pointed out that the internal story did not provide any "facts" indicating the "abandonment" referred to on the cover, and that no abandonment ever happened. Counsel noted that, during the previous month, when plaintiff was shooting a film, he spoke with Suri regularly. Counsel also pointed out that plaintiff and Suri were together that very day, and were also together the day *before* Defendants' defamatory *Life & Style* cover was published, completely refuting any assertion that Suri had been "abandoned" by her father. Plaintiff demanded a retraction of Defendants' false assertions, but Defendants refused.

20. Any ordinary reader would understand that child abandonment is a despicable act that is both morally and legally reprehensible. Any such reader, upon seeing the assertion that Suri has been "ABANDONED BY HER DAD," would understand this statement's plain meaning: that plaintiff has cut off all ties with his daughter, has completely and permanently abdicated his parental responsibilities, and no longer wants Suri to be part of his life.

GREENBERG GLUSKER FIELDS CLAMAN & MACHTINGER LLP
1900 Avenue of the Stars, 21st Floor
Los Angeles, California 90067-4590

21. The true facts are that plaintiff loves his daughter dearly and would never abandon her. Whenever his work has taken him on location away from Suri, he speaks with her every day, and often more frequently — as plaintiff's representatives have repeatedly informed Defendants.

22. Defendants' false assertions accuse plaintiff of child abandonment, which is a crime, and of being a heartless, horrible, despicable person who can't be trusted to fulfill even his most basic responsibilities. Defendants' statements constitute libel per se.

23. Defendants published their defamatory statements with knowledge of their falsity and/or in reckless disregard of the truth.

24. As a direct and proximate result of Defendants' false and defamatory assertions, plaintiff has suffered damages in an amount as yet unknown, but which plaintiff is informed and believes and, on that ground, alleges will exceed the sum of $50 million.

25. Defendants have deliberately committed acts in aggravation of this horrible conduct alleged herein. Both prior to and after July 18, 2012, when Defendants first published their defamatory "abandonment" cover, it was widely reported in the media that plaintiff spent a substantial amount of time in New York with his daughter in between work projects. Defendants were therefore on even further notice that plaintiff had not "abandoned" Suri. However, Defendants repeated their defamatory assertion. On September 19, 2012, Defendants widely circulated the cover of their October 1, 2012 issue of *In Touch* (a "sister" publication of *Life & Style*), separate from the magazine itself, including on the Internet. That cover, published with no accompanying story, contained a huge photograph of Suri looking sad that took up most of the cover, accompanied by a large bold headline proclaiming that Suri has been "ABANDONED BY DADDY."

26. This second false accusation of abandonment was made even more shameful and reprehensible by Defendants' acknowledgement, buried deep inside

GREENBERG GLUSKER FIELDS CLAMAN & MACHTINGER LLP
1900 Avenue of the Stars, 21st Floor
Los Angeles, California 90067-4590

the story itself, that while Tom has been in London working on a motion picture, he and Suri are "very close" and "speak every day." Of course, the millions of people who saw the magazine cover and did not buy the magazine or read the interior story never even saw those comments, which contradict the outrageously false claims on the cover. A true and correct copy of the cover and story is attached hereto as Exhibit "C."

27. Plaintiff's representatives again demanded a retraction (a true and correct copy of which is attached hereto as Exhibit "D"), but Defendants again refused.

28. Defendants' conduct is part of a pattern and practice that defrauds the public and severely damages the victims of their so-called "reporting" by making embarrassing and cruelly false assertions with no basis in fact. Defendants further defraud the public by internal stories which are also false, but which frequently have little or nothing to do with the outrageous lies trumpeted on the magazine's cover. By following this fraudulent and malicious pattern and practice, Defendants have caused harm to many individuals, and have bilked the public of the money paid for their knowingly false reporting. Defendants are part of a worldwide media empire comprising over 300 magazines in 15 countries in addition to a wide range of television and radio properties. Based on the foregoing, Defendants should be assessed with sufficient punitive damages to serve as a deterrent to further such conduct and as punishment for their fraudulent and malicious misconduct.

SECOND CLAIM FOR RELIEF

Invasion of Privacy (False Light)

(Against All Defendants)

29. Plaintiff realleges and incorporates by this reference the allegations contained in paragraphs 1 through 28, inclusive, as though they were fully set forth herein.

GREENBERG GLUSKER FIELDS CLAMAN & MACHTINGER LLP
1900 Avenue of the Stars, 21st Floor
Los Angeles, California 90067-4590

30. By publishing or causing to be published the false allegations described above, including the assertion that plaintiff "abandoned" his daughter, Defendants have portrayed plaintiff in a false light.

31. The false light created by Defendants' allegations would be highly offensive to a reasonable person.

32. Defendants knew the statements alleged herein would create a false impression about plaintiff and/or acted in reckless disregard of the truth.

33. As a direct and proximate result of Defendants' conduct, plaintiff has suffered damages in an amount to be proven at trial.

34. Defendants did not engage in their conduct out of any sincere or proper motive, but did so knowingly, willfully and oppressively, with full knowledge of the adverse effects that their actions would have on plaintiff, and with willful and deliberate disregard for these consequences. Accordingly, plaintiff is entitled to recover punitive damages from Defendants in an amount to be determined at trial.

WHEREFORE, plaintiff prays judgment as follows:

1. For damages of $50 million or such other and greater sum as shall be found;

2. For punitive damages in an amount sufficient to deter and punish Defendants;

///

///

///

///

///

///

///

GREENBERG GLUSKER FIELDS CLAMAN & MACHTINGER LLP
1900 Avenue of the Stars, 21st Floor
Los Angeles, California 90067-4590

3. For costs of suit and such other relief as the Court shall deem proper in favor of plaintiff.

DATED: October 24, 2012

BERTRAM FIELDS
AARON J. MOSS
GREENBERG GLUSKER FIELDS
CLAMAN & MACHTINGER LLP

By: _____
BERTRAM FIELDS
Attorneys for Plaintiff Tom Cruise

GREENBERG GLUSKER FIELDS CLAMAN
& MACHTINGER LLP
1900 Avenue of the Stars, 21st Floor
Los Angeles, California 90067-4590

DEMAND FOR JURY TRIAL

Plaintiff Tom Cruise hereby demands a trial by jury in the above entitled action.

DATED: October 24, 2012

BERTRAM FIELDS
AARON J. MOSS
GREENBERG GLUSKER FIELDS
CLAMAN & MACHTINGER LLP

By: _____
BERTRAM FIELDS
Attorneys for Plaintiff Tom Cruise

GREENBERG GLUSKER FIELDS CLAMAN
& MACHTINGER LLP
1900 Avenue of the Stars, 21st Floor
Los Angeles, California 90067-4590

Life&Style WEEKLY

ONLY $2.99

SURI IN TEARS
ABANDONED BY HER DAD

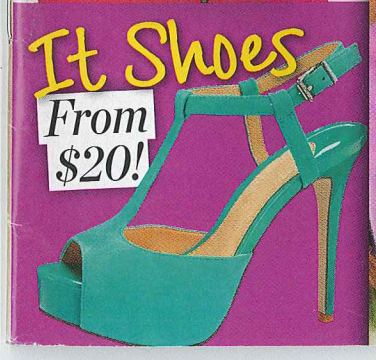
PREPARING FOR THE WORST

RAISING TWO KIDS ALONE

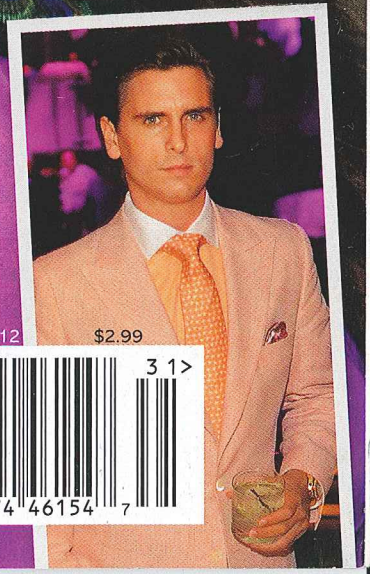
Just two weeks after the joyful arrival of baby Penelope, Kourtney confesses that she hates Scott

A MOTHER'S DILEMMA: STAY WITH THE WRONG GUY FOR THE SAKE OF THE KIDS?

BACHELORETTE EMILY
WHAT HAVE I DONE?



It Shoes
From $20!



JULY 30, 2012 $2.99

3 1>

7 25274 46154 7

Su Em Stru

LITTLE GIRL LOST
Normally sunny Suri has had several tearful episodes while out with Katie recently. "She could be confused" about the changes in her life, notes family therapist Beth Proudfoot.

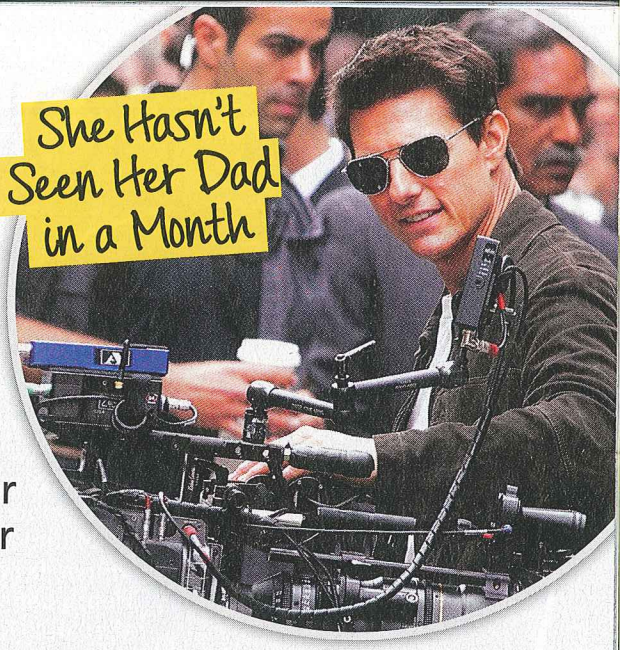
As she petted the tiny bundle of black-and-white fur at Citipups in NYC on July 14, Suri Cruise was smiling. "Look at him! He's so cute!" she cooed. "She was in love with the dog," notes a fellow shopper. But when the pet-store clerk picked up the puppy to take it back to its cage, Suri's face crumpled. The 6-year-old wanted to take home the Maltese-Yorkshire terrier, but her mom, Katie Holmes, said no. As they left, the little girl put her head down — and tears began to fall.

Although kids are known to cry when they don't get what they want, Tom Cruise's daughter

KATIE COMFORTS HER
Suri cried when she couldn't get a dog on July 14 (pictured), but Katie returned to the store and bought the pup, an insider believes.

ri's otional ggle

Tom Cruise and Katie Holmes' innocent daughter is reeling from her parents' divorce



is clearly having an overwhelmingly difficult time in the wake of her parents' split. Indeed, the ordinarily happy child has been spotted bursting into tears or throwing tantrums almost daily while out in NYC with her mom.

The day before her pet-store meltdown, Suri was at lunch with her mom, Katie's designing partner, Jeanne Yang, and Jeanne's daughter at Via Quadronno when Suri became distraught again. "After Katie's friend paid the bill, Suri began crying," reports a fellow diner. "She was sobbing because she wanted her mom to pick up the check! It was an odd reason for a little kid to burst into tears."

Suri's frequent crying is heartbreaking — but understandable, considering the dramatic changes in her life. After Katie, 33, filed for divorce on June 29, she packed up Suri's belongings, moved her daughter into a rented NYC apartment and fired all her staff — including nannies Suri had grown up with — because she feared they would act as Scientology spies for Tom.

Missing Her Daddy

But more than anything, Suri simply misses her father. As bizarre as Tom can seem to the world, to Suri he's just Daddy, who's always given her hugs and unconditional love. While Katie's mom flew in to help out, it's nevertheless been an unsettling and frightening time for a little girl who's abruptly lost so many of those closest to her.

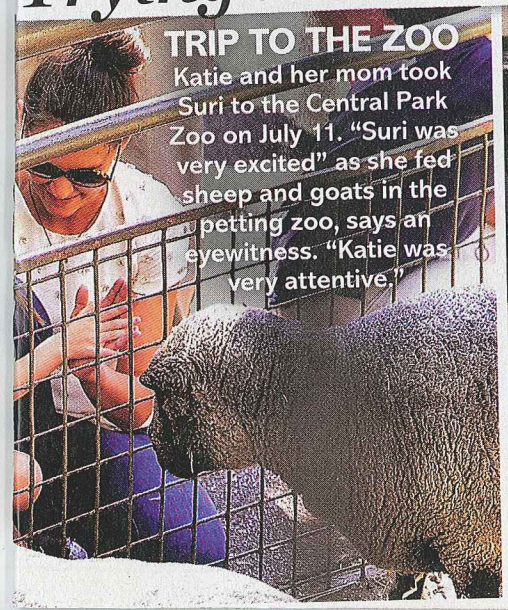
"Sudden change is like an earthquake for a child," family therapist Beth Proudfoot tells *Life & Style*. "Divorce is always traumatic because every child wants to stay with both parents all the time."

While Katie seems happier than she's been in years — "she looks like a weight's been lifted," says an onlooker who saw Suri and her mom at the Children's Museum of the Arts on July 5 — she needs to make sure Suri feels loved and secure despite all the shifts in her life. That's what Katie's determined to do, whether by taking Suri on shopping trips to FAO Schwarz or to gymnastics class at Chelsea Piers. And though there are tears now, Suri is slowly adjusting to her new life.

"Thank God she's with her mother," an insider shares. "Katie is patient and knows how to deal with her outbursts. She's making sure her daughter has a fun summer in New York, and Suri will start school in the fall and make friends. This is the most normal life she's ever had." LSS

CLOCKWISE FROM TOP RIGHT: ZUMA; WIREIMAGE; BAUER GRIFFIN; SPLASH (4)

Trying to Give Her a Normal Life



TRIP TO THE ZOO
Katie and her mom took Suri to the Central Park Zoo on July 11. "Suri was very excited" as she fed sheep and goats in the petting zoo, says an eyewitness. "Katie was very attentive."

FUN WITH A PAL
While Suri was rarely seen with other kids before, she spent July 13 with a friend and even got her face painted.

ICE CREAM TREATS
Katie knows Suri's life has been turned upside down and she's been trying to give the little girl a sense of stability. On July 3, Katie took her to Sundaes and Cones, an ice cream shop they've visited many times before.

LAW OFFICES OF
GREENBERG GLUSKER FIELDS CLAMAN & MACHTINGER LLP

BERTRAM FIELDS

DIRECT DIAL NUMBER
(310) 201-7454

1900 AVENUE OF THE STARS
21ST FLOOR
LOS ANGELES, CALIFORNIA 90067-4590
TELEPHONE: (310) 553-3610

FAX
(310) 553-0687

E-MAIL ADDRESS
BFIELDS@GGFIRM.COM

OUR FILE NUMBER
16233-00003

July 18, 2012

VIA E-MAIL AND U.S. MAIL

Life & Style Magazine
Bauer Publishing Group
270 Sylvan Avenue
Englewood Cliffs, New Jersey 07632
Attention: Dan Wakeford, Editor-in-Chief
dwakeford@bauerpublishing.com

Gentlemen:

Your current edition has on its cover in bold headlines the false and defamatory assertion that Tom Cruise has "abandoned" his daughter Suri.

That cruel and hurtful accusation is demonstrably false, defamatory and highly damaging. Your internal story does not even purport to provide any "facts" indicating any such abandonment, and it never happened.

Tom Cruise loves his daughter dearly. When he was shooting a film, he spoke with her regularly. He is with her as I write this letter. He was with her the day before your false and hurtful cover was issued.

Without limiting Mr. Cruise's rights and remedies for the damages your defamation has caused and will cause, I must ask that you immediately retract your false assertion with as much prominence as your original statement.

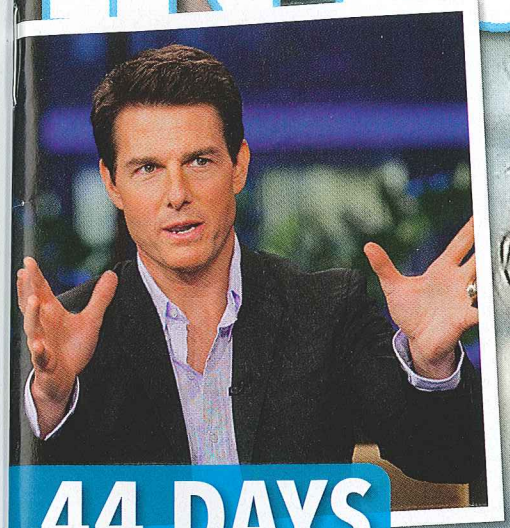
Very truly yours,

BERTRAM FIELDS

BF/rjd

IN TOUCH

ONLY $2.99



44 DAYS WITHOUT TOM

ABANDONED BY DADDY

Suri is left heartbroken as Tom suddenly shuts her out and even misses her first day of school

HAS HE CHOSEN SCIENTOLOGY OVER SURI FOR GOOD?

TOPLESS SCANDAL

WORSE THAN SHE KNOWS

JESSICA DON'T CALL ME FAT!

HEIDI KLUM

SALMA HAYEK

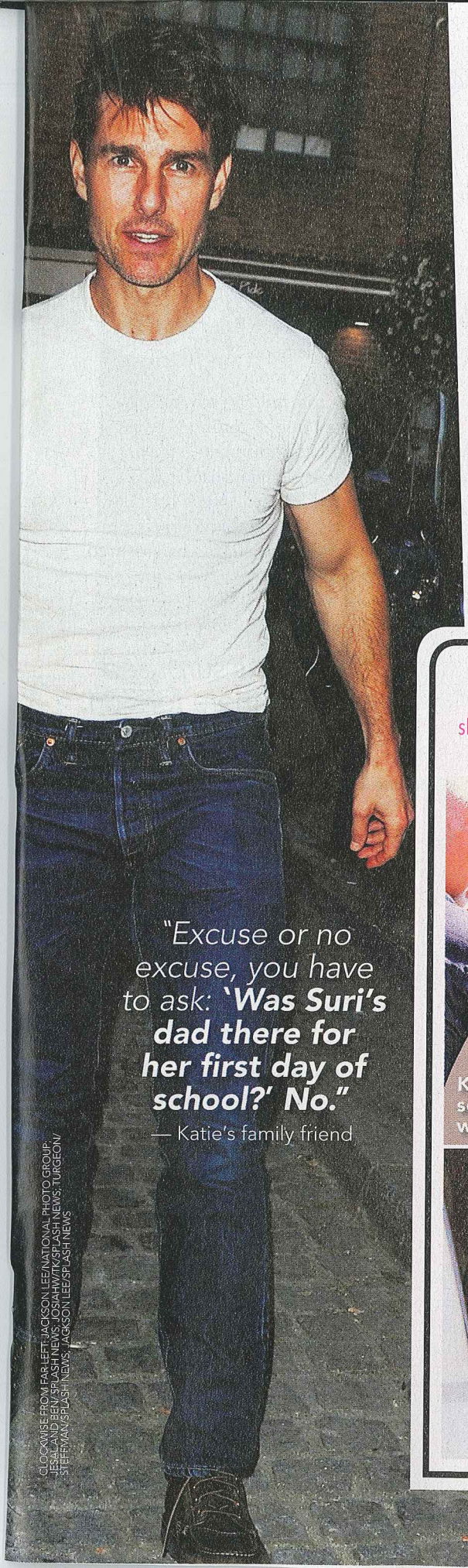
27 STARS WITH NO MAKEUP

OCTOBER 1 2012 $2.99

PARTYING IN LONDON
The late nights appear to be taking their toll on Tom, who looked gaunt and tired at London's Swan pub on Sept. 8.

TOM'S BROKEN PROMISES TO SURI

Tom Cruise's devotion to his little girl is questioned after he misses her first day of school



"Excuse or no excuse, you have to ask: **'Was Suri's dad there for her first day of school?' No."**

— Katie's family friend

CLOCKWISE FROM FAR LEFT: JACKSON LEE/NATIONAL PHOTO GROUP; JESAL ANDREW/SPLASH NEWS; JOSIAH W/TK/SPLASH NEWS; TURGEON/STEFFAN/SPLASH NEWS; JACKSON LEE/SPLASH NEWS

It's one of the most important days of a child's life. And it's one that most parents wouldn't miss for the world. But as countless moms and dads embraced their kids and sent them off to their first day of school at the private NYC school Avenues, one little girl had only her mom to hug goodbye. Looking adorable but nervous in her gray-and-white school uniform — pops of color coming from the pink bow in her hair and her matching pink cheetah-print backpack — Suri Cruise clung to her mom, Katie Holmes. But her father, Tom Cruise, was nowhere in sight.

Instead, the newly single star, 50, was in London, where he's been on location shooting a new movie, *All You Need Is Kill*, and hitting the town. Tom — who didn't fight Katie for custody of Suri after his wife of five years blindsided him with the divorce in June — was spotted drinking beer with a group of pals at the Swan pub just days before his daughter's first day in school. "He was laughing and talking a lot to everyone," says an onlooker, "like he didn't have a care in the world."

Tom hasn't been photographed with Suri since Aug. 4 — 44 days ago at press time — when he took her on a mini-vacation to Disney World. While his attorneys say the actor has been busy working in London, the actor certainly hasn't seemed to make going ▶

Her mom was there to support her

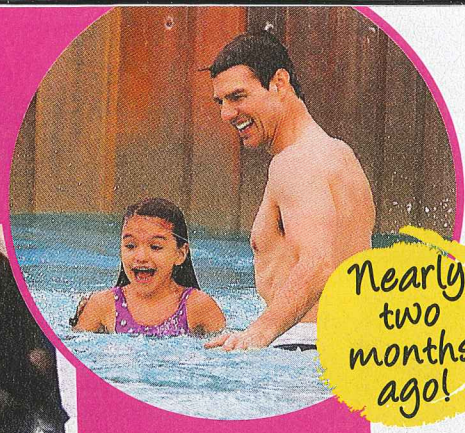
Like most kids on their first day of school, Suri appeared nervous as she showed up at Avenues on Sept. 11. Wearing her mandatory uniform (gray skirt, white top), Suri stuck close to Katie, who supported her as best she could. "Katie just wants Suri to have fun and be happy," says a family friend.

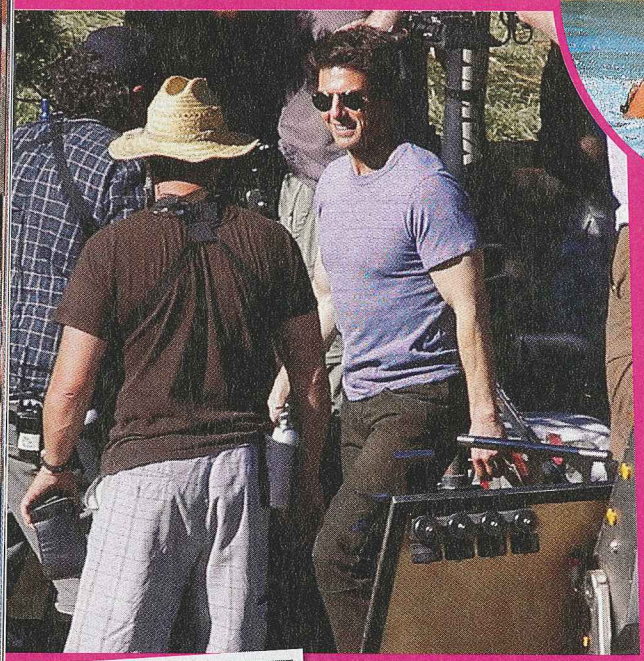
Katie sent Suri off to school with encouraging words and big hugs.

But while the first-grader tried to put on a brave face ...

... she was definitely feeling more shy than usual.

Tom's caught up in HIS NEW LIFE





WORKING MORE THAN EVER

Tom played devoted dad during a July trip to Disney World (above). But ever since, he's been diving into work. And there's no break after his latest film, *All You Need Is Kill*, wraps: Tom's agreed to shoot five more back-to-back movies.

Connor showed his love for his dad on Sept. 13 by tweeting this old photo of them.

BONDING WITH HIS OLDER KIDS

A friend says Isabella and Connor, who were raised as Scientologists after their adoptive mom, Nicole Kidman, broke away, have been a source of support. Tom's had dinners with Isabella and her boyfriend and been cheering on aspiring DJ Connor at shows in Europe.

AMPING UP HIS SOCIAL LIFE

Whether he's easing his lonliness post-divorce — or, as some insiders believe, searching for wife No. 4 — Tom has been spending a lot of time partying with pretty women in London, including his single *Vanilla Sky* and *Knight and Day* co-star, Cameron Diaz.

to the Big Apple a priority — and that baffles and upsets a family friend of Katie's. "He has the means. He could have flown to NYC for one day to see Suri off to school," the pal points out. "It was selfish. He was out having a good time."

Is Scientology to blame?

While both Tom and Katie knew of the Sept. 11 start date of Avenues for months, Katie and Suri were informed in advance that Tom would not be coming due to prior work commitments, says a source. "But the fact that he never showed was hurtful," Katie's family friend says, adding that following his divorce from Katie, Tom had assured Suri that he'd be spending a lot of time with her. "What little girl wouldn't be crushed?"

> *"No one is surprised he wasn't there for Suri.* ***He has a way of shutting everyone out*** *when he's focusing on work."*
> — An insider

Why the about-face? Many believe that Scientology — and its practice of shutting out so-called "suppressive people," meaning anyone who does not subscribe to the religion's beliefs — may be to blame. "With a suppressive person, the idea is to totally disconnect," explains ex-Scientologist Brian Canup, who adds, "The church would label Katie as 'suppressive,' as well as anyone who has anything to do with her." And sadly, that could include little Suri.

In light of her parents' recent divorce, the family friend says, Tom's absence from Suri's life is both sad and unfair. Family therapist Dr. Paul Hokemeyer agrees. "Fathers are incredibly important to children, especially little girls," explains Dr.

UNDER PRESSURE
As Katie made last-minute tweaks before her Sept. 12 show, she tried to stay calm.

A LOVING MOM
Katie spent a fun day in NYC with Suri on Sept. 16.

KATIE'S DOING IT ALL

With Tom thousands of miles away, Katie is performing a very stressful balancing act. Suri's first day of school was just one day before her mother's very big day: the New York Fashion Week runway show where Katie and designer Jeanne Yang debuted their Holmes & Yang label. "Katie was nervous," says an insider. "The whole world was watching, but she did great."

Hokemeyer, who does not treat Suri. "If a dad isn't keeping promises, it has the potential to make a little girl feel unsafe in the world."

He's still absent

Not to mention confused. After the divorce, Tom made a showy effort to bond with Suri, whisking her away for a weekend at Steven Spielberg's mansion in the Hamptons, and weeks later, treating her to a fantasy trip to Disney World. He'd also scouted out a possible East Coast home — including a multimillion-dollar estate in nearby Greenwich, Conn. — where he and Suri could spend time together.

But two months later, Tom has remained far, far away from Suri's New York life. He has been spending a lot of time with his other children, Isabella, 19, and Connor, 17, who reportedly were raised in Scientology. Connor showed his strong love for his father on Sept. 13 when he shared a tender photo of Tom embracing him and Isabella when they were babies. "Love my family," said Connor, making no mention of Suri.

While an insider insists that dad and daughter "are very close and speak every day," Katie's family friend says Tom is fully consumed not with his daughter, but with his career right now. In fact, Tom has signed on to do five films back-to-back (the working title of one, says a source, is *Father of the Year*). And when he's not working, he's been hitting the party circuit. He made the time to attend Cameron Diaz's 40th birthday party just days before Suri's first day of school, and later that week, on Sept. 16, he was out at London clubs until 2:30 a.m.

For her part, Katie is doing her best to make up for the void in Suri's life. On a recent day, as Tom partied in London, mom and daughter enjoyed lunch at Le Pain Quotidien and took a quiet stroll through Central Park. "Suri was telling stories and Katie was listening intently," says a witness. "It was sweet. Katie was doting on her." Still, says Katie's family friend, her deepest wish is that Tom would make time for Suri. "Tom is only around for 72 hours at a time, once in a while. It's heartbreaking." ■

CLOCKWISE FROM BOTTOM LEFT: INFPHOTO.COM; STOTZEL/SCHNEIDER PRESS/SIPA; N/C; L PRIMA/FAMEFLYNET; AHMAD ELATAB/SPLASH NEWS; KEVIN MAZUR/GETTY IMAGES; JAMES DEVANEY/GETTY

COVER PHOTOGRAPHY BY XPOSUREPHOTOS.COM COVER INSETS CLOCKWISE FROM TOP LEFT: NBC; CHRIS JACKSON/GETTY IMAGES; RAY TAMARRA/GETTY IMAGES; JOSIAH KAMAU/BUZZFOTO.COM; J GARCIA/STARTRAKSPHOTO.COM

Aaron J. Moss

D: 310.785.6814
F: 310.201.2314
AMoss@GreenbergGlusker.com
File Number: 16233-00003

GREENBERG GLUSKER
The Counsel You Keep™

September 19, 2012

Via E-Mail

Gregory Welch, General Counsel
In Touch / Life & Style
Bauer Publishing Group
270 Sylvan Avenue
Englewood Cliffs, NJ 07632
gwelch@bauer-usa.com

Dan Wakeford, Editor-in-Chief
In Touch / Life & Style
Bauer Publishing Group
270 Sylvan Avenue
Englewood Cliffs, NJ 07632
dwakeford@bauerpublishing.com

Jared Shapiro
Editorial Director
In Touch / Life & Style
Bauer Publishing Group
270 Sylvan Ave.
Englewood Cliffs, NJ 07632
jshapiro@bauerpublishing.com

Rachel Biermann
Entertainment Director
In Touch / Life & Style
Bauer Publishing Group
270 Sylvan Avenue
Englewood Cliffs, NJ 07632
rbiermann@bauerpublishing.com

Re: Tom Cruise — *In Touch*

Dear Mr. Welch, Mr. Wakeford, Mr. Shapiro and Ms. Biermann:

For the second time in two months, you have published the knowingly false statement that Tom Cruise has "abandoned" his daughter Suri, this time in a giant headline on the cover of the October 1, 2012 issue of *In Touch*. Your conduct is vile and reprehensible, and we intend to hold you fully accountable in court.

There is nothing in your internal story that even remotely supports the claims on your cover that Suri has been "ABANDONED BY DADDY," has been left "heartbroken" as "Tom suddenly shuts her out," or that Mr. Cruise has "chosen Scientology over Suri for good." Any ordinary reader seeing these headlines in a grocery store checkout aisle would interpret them as an assertion that Mr. Cruise has completely and permanently abdicated his parental responsibilities to his daughter. Nothing could be further from the truth. As Bert Fields informed you in his July 18 letter, Mr. Cruise loves Suri dearly. Whenever his motion picture schedule has prevented him from seeing Suri in person, he speaks with her regularly. Contrary to your cover headline that Mr. Cruise has "suddenly shut[]her out," nothing at all has changed since July. Mr. Cruise continues to talk with Suri several times a day. Indeed, you acknowledge

in the article itself that Mr. Cruise speaks with Suri "every day" and that the two are "very close," but these comments are buried deep inside a section of the magazine that few people who view the cover in line at the supermarket will ever see.

The captions on the inside of your magazine are just as defamatory, especially the headline trumpeting "TOM'S BROKEN PROMISES TO SURI." In court, we will establish that (unbeknownst to your readers) this headline was a remnant of the original focus of your story, in which you planned to assert that Mr. Cruise would miss Suri's first day of school "despite his promise to Suri that he would be there." However, by September 15, Ms. Biermann and Mr. Shapiro were advised by representatives of both Mr. Cruise and Ms. Holmes that this was completely false – that Mr. Cruise never promised Suri that he could accompany her to school and that, to the contrary, Ms. Holmes and Suri both knew in advance that Mr. Cruise would be in London that day working.

Therefore, as you indisputably knew prior to publication, there were no "broken promises," and yet your caption remained. However, there is nothing inside the magazine that provides any facts whatsoever to support this caption's defamatory assertion that Mr. Cruise is a liar. The truth is that Tom is a man of his word, and would never make a promise he knew he could not keep. Indeed, the internal text of the magazine confirms (if any reader ever got to it), that "Katie and Suri were informed in advance that Tom would not be coming [to her first day of school] due to prior work commitments."

Nothing printed in your magazine's inside text cures the false statements made by your defamatory headlines, and only serves to prove that you published those headlines knowing that they were false. While you apparently believe that your headlines are "liability free zones," that argument was rejected long ago. If you have not reviewed *Kaelin v. Globe Communications Corp.*, 162 F.3d 1036 (9th Cir. 1998), you should do so.

If anything, the inside story amplifies the defamatory portrayal of Mr. Cruise as having heartless indifference to Suri, someone who would rather be out "drinking beer with a group of pals" than seeing his daughter. But the truth, as you know, is that Mr. Cruise is a devoted father, who simply happens to be working in London on a film. By your reasoning, any actor who is shooting on location in a foreign country could be charged with child abandonment, as could all of the mothers and fathers serving overseas in the military.

And while your vicious attacks on Mr. Cruise's character are bad enough, the fact that you didn't consider the effects these lies could have on his daughter are utterly reprehensible. In the fog of your insatiable greed and desire to sell tabloids at all costs, have you completely forgotten that the person whose giant photo you've plastered on your cover is only six years old? If she feels "heartbroken" now, how do you expect she would feel having learned that her father

supposedly considers her a "suppressive" person from whom he must "totally disconnect?" Have you no sense of decency?

Simply stated, your story is blatantly and provably false, defamatory and malicious, and itself constitutes child abuse. By placing false and misleading headlines on your cover in order to induce people to buy the trash inside, you have caused serious and irreparable damage to our client. Without limiting any of Mr. Cruise's rights or remedies for the enormous damages you have caused him, we demand that you immediately retract each and every one of your false assertions about Mr. Cruise with the same prominence and emphasis as you gave your original false and defamatory assertions.

Now that you have been put on notice of our claims, you are also under a legal duty to preserve all evidence, including both physical and electronically-stored documents, files, materials and information. Severe sanctions would be imposed if you fail to preserve this evidence, and/or affirmatively destroy or delete any evidence that may be relevant to this case. Please inform all employees and independent contractors who had any involvement in this story of these requirements.

Sincerely,

Aaron J. Moss

AJM/jgg