

**ASCAP LONDON MUSIC AWARDS
OFFICIAL RULES AND REGULATIONS
2020**

These Official Rules and Regulations (the “Rules”) govern the 2020 ASCAP London Music Awards (individually and collectively, the “Awards”), including, but not limited to, eligibility, winner selection process, and award criteria. **BY PARTICIPATING IN THE AWARDS PROCESS AND AWARDS CELEBRATION, ALL PARTICIPANTS (“PARTICIPANTS”) AGREE TO BE BOUND BY THESE OFFICIAL RULES AND REGULATIONS AND THE DECISIONS OF ASCAP, WHICH ARE FINAL AND BINDING IN ALL RESPECTS. VOID WHERE PROHIBITED.**

1. PRESENTER

The Awards are presented by the American Society of Composers, Authors and Publishers (“ASCAP”), 250 West 57th Street, New York, New York 10107.

2. GENERAL ELIGIBILITY

A. Work Eligibility

Musical compositions (“Eligible Works”) eligible for Awards consideration are those musical compositions that are in the ASCAP Repertory (as defined below), as of September 18, 2020 (such date being referred to herein as the “Date of Determination”) and that have at least one Eligible Writer (as defined below) with a Qualifying Interest. However, a musical composition shall not be an Eligible Work if, at any time prior to the date the Awards Celebration (as defined below) begins, ASCAP has received effective notice(s) from PRS (or any publisher member of ASCAP) of the intent to remove such musical composition from the ASCAP Repertory and, after giving effect to such notice, ASCAP no longer would have a licensable interest in such musical composition.

For the purposes of these Rules:

- “ASCAP Repertory” is used as defined in the Compendium of ASCAP Rules and Regulations, and Policies Supplemental to the Articles of Association, which is available on ASCAP’s website.
- “Qualifying Interest” is an interest in a musical composition in the ASCAP Repertory that is licensable through ASCAP for the territory of the United States.

B. Member Eligibility

A writer (each, an “Eligible Writer”) is eligible for Awards consideration if such writer is a member of PRS for Music (“PRS”) for the United Kingdom and other

territories (including the United States) in good standing as of the Date of Determination in accordance with this Section 2.B. For a writer member of PRS to be in good standing, as of a given date, such member must, as of such date, be a current member in good standing within the meaning of PRS' rules and regulations. In addition, in order for a writer to qualify as an Eligible Writer with respect to any Eligible Work as of a given date, such writer's interest in such Eligible Work must be a Qualifying Interest as of such date. Publishers, whether a member of PRS or otherwise, are not eligible for Awards.

C. Disqualification

ASCAP may, in its sole discretion, disqualify (1) any Eligible Work from Awards contention if, at any time prior to the date the Awards Celebration begins, such work no longer satisfies the eligibility criteria set forth in Section 2.A; (2) any Eligible Writer from Awards contention if, at any time prior to the date the Awards Celebration begins, the writer is no longer a member of PRS in good standing; and (3) any Eligible Writer from contention for any specific Award if, at any time prior to the date the Award Celebration begins, such PRS member no longer has a Qualifying Interest in the applicable Eligible Work as described in Section 2.B.

In addition, in the event that with respect to any Eligible Work, (1) there is a dispute in ASCAP's records with respect to all or any portion of the interest in such Eligible Work, and (2) ASCAP has concluded that there is a reasonable basis for such dispute, then such Eligible Work is subject, in ASCAP's sole discretion, to removal from consideration for the Awards. ASCAP encourages Participants to resolve disputes over any potentially winning Eligible Work on or before the Date of Determination.

D. Changes in Registration

In connection with a change to a work registration affecting the writer(s) of a musical composition (e.g., the inclusion of a new writer or the removal of an existing writer), a writer will be considered as having an interest in such musical composition for purposes of the Awards if the change in registration is submitted, and all paperwork substantiating such change is provided to ASCAP, on or before the Date of Determination.

3. AWARD WINNING SONGS

Awards for Winning Songs recognize the Eligible Works underlying the highest-ranking sound recordings (each Eligible Work and its sound recording together referred to as a "Song") that appeared on each of the following Billboard Magazine Year End Charts for calendar year 2019 (each, a "Chart"), determined according to the following methodology:

- ASCAP will recognize as a Winning Hot 100 Song each Song that appears in positions one through 100 on the annual Billboard Magazine Year End Chart for Hot 100 Songs for calendar year 2019 (the “Hot 100 Chart”); and
- ASCAP will recognize as a Winning Hot Dance / Electronic Song each Song that appears in positions one through 20 on the annual Billboard Magazine Year End Chart for Hot Dance / Electronic Songs for calendar year 2019 (the “EDM Chart”).

The Winning Hot 100 Songs and Winning Hot Dance / Electronic Songs are each referred to as a “Winning Song”. For the purposes of determining the Winning Songs, where two or more versions of a Song (e.g., the original version and any remixes, etc.) have been merged together by Billboard Magazine for purposes of the Hot 100 Chart or the EDM Chart, ASCAP will award the Eligible Work underlying the version of such Song that ASCAP determines was most responsible for such Song’s position on the applicable Chart.

Awards for Winning Songs are presented to each Eligible Writer with a Qualifying Interest in each applicable Winning Song.

4. TOP SONGS

The highest-ranking Winning Song (each a “Top Song”) on the Hot 100 Chart and on the EDM Chart will be awarded the Song of the Year Award and the Top EDM Song Award, respectively. Awards for Top Songs are presented to each Eligible Writer with a Qualifying Interest in each applicable Top Song.

5. STREAMING SONGS AWARDS

Awards for Winning Streaming Songs (collectively, the “Winning Streaming Songs”) recognize the Songs that appeared in positions one through 50 across all genres on the annual Billboard Streaming Songs Year End Chart for calendar year 2019 (the “Streaming Songs Chart”). For the purposes of determining the Winning Streaming Songs, where two or more versions of a Song (e.g., the original version and any remixes, etc.) have been merged together by Billboard Magazine for purposes of the Streaming Songs Chart, ASCAP will award the Eligible Work underlying the version of such Song that ASCAP determines was most responsible for such Song’s position on the Streaming Songs Chart. The Awards for the Winning Streaming Songs are presented to each Eligible Writer with a Qualifying Interest in each applicable Winning Streaming Song.

The highest-ranking Winning Streaming Song (the “Top Streaming Song”) on the Streaming Songs Chart will be awarded the Top Streaming Song Award. The Awards for the Top Streaming Songs are presented to each Eligible Writer with a Qualifying Interest in the Top Streaming Song.

6. TOP TELEVISION SERIES / TOP BOX OFFICE FILM AWARDS

A. Top Television Series Awards

The Top Television Series Awards honor Primary Composers (as defined below) for their work for television as determined based on the following methodology (collectively, the “Top Television Series Awards”):

(1) The top-rated Eligible Series (as defined below) with new episodes first airing in the United States on the ABC, CBS, NBC and Fox networks (the “Major Broadcast Networks”) during 2019 are ranked first through 30th based on their Nielsen Ratings (as defined below), from highest to lowest rating. (Each reference to a year in these Rules shall be to a calendar year unless otherwise specified herein.) All Primary Composers credited on such 30 top-rated Eligible Series on a Major Broadcast Network shall receive a Top Television Series Award for their work on such series. If two or more Eligible Series are tied for the 30th highest Nielsen Ratings, then the Primary Composer(s) credited for all such series so tied shall receive Top Television Series Awards.

(2) The top-rated Eligible Series with new episodes first airing in the United States on any General Entertainment Network (as defined below) during 2019 that had a Nielsen Rating of 0.4 or higher are considered for the Top Television Series Awards. All Primary Composers credited on an Eligible Series with the highest Nielsen Rating on each General Entertainment Network with Eligible Series in contention shall receive a Top Television Series Award for their work on such Eligible Series. If two or more Eligible Series are tied for the highest Nielsen Ratings on a particular General Entertainment Network, then the Primary Composer(s) credited for all such Eligible Series so tied shall receive a Top Television Series Awards.

(3) The top-ranked series (and/or miniseries) based on the number of credits (as defined below) during the ASCAP survey year ended September 30, 2019, with new episodes first made available in the United States (i.e., an “original” series or miniseries) on each of the Amazon, Hulu and Netflix video services (the “Video Services”) during such survey year that have at least one Primary Composer credited are considered for the Awards. All Primary Composers credited for such top-ranked series (and/or miniseries) on each such Video Service shall receive a Top Television Series Award for their work on such series (and/or miniseries). If two or more series (and/or miniseries) are tied for the highest number of performance credits on a particular Video Service, then the Primary Composer(s) credited for all such series so tied shall receive a Top Television Series Award.

For the purposes of these Rules:

- “Eligible Series” means a television series (and/or miniseries) with new episodes first airing in the United States during 2019 that has at least one Primary Composer credited.
- A “Primary Composer” is an Eligible Writer who: (a) is credited as a composer of Theme or Underscore (as applicable) for the applicable series or miniseries or film (“Audio-Visual Work”) and such Theme or Underscore is an Eligible Work that is being licensed by ASCAP as of the Date of Determination; or (b) has made a substantial contribution to the applicable Audio-Visual Work, as determined by ASCAP based on the total number of minutes composed by such composer for such Audio-Visual Work as shown by the relevant cue sheets for such Audio-Visual Work in ASCAP’s records and such contribution is an Eligible Work that is being licensed by ASCAP as of the Date of Determination.
- “Nielsen Ratings” are the average of the Nielsen “Household Live +7” total day ratings for 2019.
- “General Entertainment Network” means any network or cable programming service, including the CW Network and PBS, that primarily broadcasts general entertainment-related audio-visual programming (e.g., dramatic series, comedy series, specials, miniseries and made-for-TV feature films, theatrical feature films aired on television, animated television programs and films, variety programs, scripted sports, game shows, and/or reality television programs, etc.) and that is not a Major Broadcast Network.

For the purposes of these Rules, “credits” for performances are determined by ASCAP in accordance with ASCAP’s Survey and Distribution System: Rules & Policies (the “Distribution Rules”), which are available on ASCAP’s website. The factors for determining a credit include, among other things, number of performances, the type of musical cues (i.e., theme or underscore) and duration of musical cues. The terms “Theme” and “Underscore” (i.e., “Background Music”) as used herein shall have the meanings as set forth in the Distribution Rules.

For the avoidance of doubt, a television series (or miniseries) that had its first run outside of the United States would be eligible for Top Television Series Awards so long as it has satisfied all other terms and conditions set forth in this Section 6.A (including that new episodes first aired on a U.S. network or cable programming services during 2019).

B. Top Film Awards

The Top Film Awards (the “Top Film Awards”) honor the Primary Composers (if any) for each of the top 100 films, ranked based on total box office receipts for North America (i.e., United States and Canada) for 2019, as reported on

www.boxofficemojo.com. Each Primary Composer on each such film will receive a Top Film Award for his or her work on each such film. If two or more films are tied for 100th highest rank based on North American box office receipts, then all Primary Composers (if any) for all such films so tied shall receive Top Film Awards.

The Film Score of the Year Award (the “Film Score of the Year Award”) honors the Primary Composer on the highest-ranking film based on total box office receipts for North American for 2019, as reported on www.boxofficemojo.com. All Primary Composers on such film will receive a Film Score of the Year Award for his or her work on such film. If two or more films with a Primary Composer are tied for the highest rank based on North American box office receipts, then all Primary Composers for all such films so tied shall receive Film Score of the Year Awards.

7. SPECIAL AWARDS

ASCAP in its sole discretion reserves the right to present Special Awards to members and others to honor them for special achievements and contributions to music. These awards are determined by ASCAP staff and ASCAP is under no obligation to present such Special Awards on an annual basis. Information about the general criteria of Special Awards and past honorees is available on the ASCAP website at: <https://www.ascap.com/news-events/awards/archive>.

8. DECISIONS ON AWARDS NOT REVIEWABLE

ASCAP’s determination as to the winners of any of the Awards or whether writer members of PRS or any musical composition meets the criteria for any of the Awards will be final and non-reviewable. As a result of the global COVID-19 pandemic, all matters regarding rules and dates for the 2020 ASCAP London Music Awards are subject to change based on Federal guidelines, state and local government orders and best practices that affect ASCAP’s operations.

9. AWARDS RECOGNITION; PROMOTIONAL MATERIALS

The Awards will be presented at an award celebration at a date, time and location each year to be determined by ASCAP at its sole discretion. Award recipients for the 2020 ASCAP London Music Awards will be invited to participate in a virtual awards celebration on ASCAP’s social media platforms to be conducted during the week of October 19, 2020 (the “Awards Celebration”). The full list of Awards recipients will be made available on <https://www.ascap.com/news-events/awards> on or about October 23, 2020. Awards have no cash value.

Each Participant acknowledges and agrees that ASCAP may use, display, reproduce and create derivative works based upon such Participant’s name, photo, likeness and biographical information in connection with marketing, publicizing and other promotion of ASCAP, the Awards (including to identify such Participant and

his or her musical compositions as a winner of an Award) and/or the Awards Celebration in any media now known and hereinafter invented.

10. GENERAL CONDITIONS

ASCAP reserves the right in its sole discretion to cancel the Awards, or to not give any specific Award described herein, at any time for any reason or no reason. ASCAP's failure to enforce any term of these Rules shall not constitute a waiver of that provision.

11. LIMITATION OF LIABILITY; DISPUTES

By participating in the Awards, each Participant acknowledges and agrees that ASCAP, its subsidiaries and affiliates, and each of their respective officers, directors, employees, agents, and other representatives will have no liability whatsoever for: (i) any liability for injuries, losses, or damages of any kind to persons (including personal injury or death) or property resulting, directly or indirectly, from the acceptance, possession, misuse, or use of the Awards or participation in the Awards Celebration or in any Awards-related activity; and (ii) any claims based on publicity rights, defamation or invasion of privacy.

Except where prohibited, members of PRS and each other Participant agree that: (1) any and all disputes, claims and causes of action arising out of or connected with the Awards or any award awarded shall be resolved individually, without resort to any form of class action, and exclusively by the United States District Court for the Southern District of New York or the appropriate Supreme Court of the State of New York located in New York County; (2) any and all claims, judgments and awards shall be limited to actual out-of-pocket costs incurred, including costs associated with entering the Awards, but in no event attorneys' fees; and (3) under no circumstances will a member of PRS or other Participant be permitted to obtain awards for, and they hereby waive all rights to claim, indirect, punitive, incidental and consequential damages and any other damages, other than for actual out-of-pocket expenses, and any and all rights to have damages multiplied or otherwise increased. All issues and questions concerning the construction, validity, interpretation and enforceability of these Rules, or the rights and obligations of members of PRS, other Participants and ASCAP in connection with the Awards, shall be governed by, and construed in accordance with, the laws of the State of New York without giving effect to any choice of law or conflict of law rules (whether of the State of New York or any other jurisdiction), which would cause the application of the laws of any jurisdiction other than the State of New York.

12. HONOREE LIST

For the name(s) of the recipients of the Awards, please visit: <https://www.ascap.com/news-events/awards>.