

EXHIBIT A

From: Larson, Todd
Sent: Tuesday, May 10, 2016 4:32 PM
To: Freedman, Jared O.; Marks, Benjamin; Fakler, Paul M.
Cc: Cunniff, Martin; Roman, Eric; Toof, Jackson; Perkins, Miranda; Trepp, Alex S.
Subject: RE: Draft wish list

With similar reservations as expressed in your last sentence, Jared, our initial list is below. As you'll see, our list is for now more categorical in nature, and less detailed, but if it would be helpful we can break these down into more specific requests. Unless otherwise noted, the requests cover the period 1/1/2013 to present. This is offered on behalf of all the services, including Muzak and Music Choice, subject to any additions Ben or Paul may wish to send along.

1. Documents produced by SoundExchange in Web IV
[NB: categories below cover more recent (post-Web IV) documents or docs not otherwise produced in Web IV]
2. Record Company license agreements and statements/payment/play detail sufficient to calculate effective rates for following services from Jan. 1, 2013 to date:
 - a. Non-interactive and custom radio/webcasting (incl. Merlin-Pandora)
 - b. Interactive/On-Demand
 - c. Video (YouTube, Vevo, etc.)
 - d. Preexisting Subscription Services (PSS)
 - e. Any other service category SoundExchange intends to use in the proceeding
[To be discussed: the specific record companies for which SX will produce documents; the request covers majors and indies]
3. Negotiation documents for selected agreement categories in #2 above [to be negotiated]
4. Record Company Annual Financials 2013 to present
 - a. Including detailed cost and revenue breakdowns (P&L, Statement of Operations, etc.)
 - b. Incl. digital vs. physical revenue/costs
 - c. Incl. digital revenue by category
 - d. Incl. projections for 2017-2022 as exist

[To be discussed: the specific record companies for which SoundExchange will produce documents; the request covers majors and indies]
5. Record company and/or SoundExchange studies/surveys/analyses addressing:
 - a. SXM and PSS/CABSAT promotional value and/or substitutional effect on sales, subscriptions to other services
 - b. Substitution between digital services (incl. SXM and PSS/CABSAT) and sales, subscriptions, radio
 - c. Relative elasticities of demand across different digital services (at licensing and consumer sales level)
 - d. Customer preferences re: lean-back/lean-forward services
 - e. On-Demand service users listening to non-interactive features, playlists, etc.
 - f. Music "ownership to access" shift as discussed by SoundExchange witnesses in Web IV
 - g. The ability of on-demand services to steer listening
 - h. SXM and/or PSS/CABSAT listening studies/analyses

[To be discussed: the specific record companies for which SX will produce documents; the request covers majors and indies]
6. Record Co. Strategy Decks/Analyses
 - a. Digital distribution and licensing strategy analyses
 - b. Role of promotion/substitution in licensing strategy

[To be discussed: the specific record companies for which SoundExchange will produce documents; the request covers majors and indies]
7. UMG/EMI merger filings [NB: as requested and produced in Web IV; no date restriction here]

8. SoundExchange annual financials and royalty payment detail by service category
9. SX documents regarding audits, late fees, adjustments to payments, etc.)
[Note: this request is a placeholder; we will provide additional specifics]
10. SoundExchange communications regarding SXM direct license efforts (with members, labels, other industry groups, internally, between and among board members, press releases, etc.) (date here from inception of SXM direct licensing effort)



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From: Freedman, Jared O. [<mailto:JFreedman@jenner.com>]
Sent: Tuesday, May 10, 2016 3:48 PM
To: Marks, Benjamin; Larson, Todd; Fakler, Paul M.
Cc: Cunniff, Martin; Roman, Eric; Toof, Jackson; Perkins, Miranda; Trepp, Alex S.
Subject: Draft wish list

All,

As discussed, please find attached a draft proposed “wish list” of documents to be exchanged as voluntary disclosures. While we believe the CRB may lack authority to require the exchange of documents before the submission of written direct statements, we are willing to consider the voluntary exchange of documents if the parties can agree on the substance and process for such an exchange. As you will see, our list is extensive. We view this list as the opening of a negotiation, and we are glad to discuss whether a narrower exchange of documents makes sense here. We reserve our rights to change our list, to object to your lists in part or in full, and not to agree to exchange any documents if we can’t reach agreement.

Thanks.

Jared

Jared O. Freedman

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From: Marks, Benjamin [<mailto:benjamin.marks@weil.com>]
Sent: Thursday, May 05, 2016 1:46 PM
To: Larson, Todd; Fakler, Paul M.; Freedman, Jared O.
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Subject: RE: revised expert stip

Here's Muzak's.



Benjamin E. Marks

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To: Fakler, Paul M.; Freedman, Jared O (JFreedman@jenner.com); Marks, Benjamin
Cc: Cunniff, Martin; Roman, Eric; Toof, Jackson; Perkins, Miranda
Subject: RE: revised expert stip

And here is SXM's. Jared – will you be running this by George and David Powell?



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From: Fakler, Paul M. [<mailto:Paul.Fakler@arentfox.com>]
Sent: Wednesday, May 04, 2016 10:27 AM
To: Larson, Todd; Freedman, Jared O (JFreedman@jenner.com); Marks, Benjamin
Cc: Cunniff, Martin; Roman, Eric; Toof, Jackson; Perkins, Miranda
Subject: RE: revised expert stip

Here is Music Choice's executed expert stip.

Paul M. Fakler
Partner

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From: Larson, Todd [<mailto:Todd.Larson@weil.com>]
Sent: Friday, April 29, 2016 2:56 PM
To: Freedman, Jared O (JFreedman@jenner.com) <JFreedman@jenner.com>; Fakler, Paul M. <Paul.Fakler@arentfox.com>; Marks, Benjamin <benjamin.marks@weil.com>
Subject: revised expert stip

Per our discussion.

-Todd



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