

**UNITED STATES COPYRIGHT ROYALTY JUDGES**  
**The Library of Congress**

*In re*

**DETERMINATION OF ROYALTY RATES AND  
TERMS FOR MAKING AND DISTRIBUTING  
PHONORECORDS (Phonorecords III)**

**Docket No. 16-CRB-0003-PR  
(2018-2022)**

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**NOTICE OF AMENDED PARTICIPANT LIST AND  
ORDER FOR FURTHER PROCEEDINGS**

On February 19, 2016, the Copyright Royalty Judges (Judges) issued an Order for Further Proceedings in the captioned proceeding. On May 27, 2016, at the request of a subset of participants, the Judges granted a delay in the proceeding schedule until June 13, 2016, to facilitate all parties' continued negotiations and to encourage settlement of the proceeding. The May 27 Order provided that, in the absence of a Notice of Settlement of all issues, the Judges would issue an Order for Further Proceedings.

In the interim, additional counsel filed notices of appearance in this proceeding. Consequently, the Judges provide, as "Exhibit A," an updated participant list for this proceeding.

The Participants did not file a Notice of Settlement. The Judges, therefore, issue this Order, noting the change in the negotiation period and reiterating the case schedule for the proceeding. The case schedule is attached to this order as "Exhibit B."

If any or all of the participants reach a settlement that obviates the need for their further participation in the proceeding at any time, including the period through the course of the hearing and prior to the issuance of a final Determination, the participants shall immediately notify the Judges of the settlement.

**SO ORDERED.**

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Suzanne M. Barnett  
Chief Copyright Royalty Judge

DATED: June 14, 2016.

**PARTICIPANT LIST**  
**DOCKET Number: 16-CRB-0003-PR (2018-2022)**  
**DETERMINATION OF ROYALTY RATES FOR MAKING AND DISTRIBUTING PHONORECORDS (Phonorecords III)**  
**6/15/2016**

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| I                     | Pandora Media, Inc.   | R. Bruce Rich<br>Todd D. Larson<br>Benjamin E. Marks<br>David R. Singh<br>Jennifer Ramos<br>Benjamin E. Marks<br>Jennifer Ramos<br>David Singh<br><br>Gary Greenstein<br><br>Steve Bene, Gen. Counsel | Weil, Gotshal & Manges<br>LLP | 767 Fifth Avenue<br>New York, NY 10153<br><a href="mailto:r.bruce.rich@weil.com">r.bruce.rich@weil.com</a><br><a href="mailto:todd.larson@weil.com">todd.larson@weil.com</a><br><a href="mailto:benjamin.marks@weil.com">benjamin.marks@weil.com</a><br><a href="mailto:jennifer.amos@weil.com">jennifer.amos@weil.com</a><br><a href="mailto:david.singh@weil.com">david.singh@weil.com</a><br><br>1700 K Street, NW, Fifth Floor<br>Washington, DC 20006-3817<br><a href="mailto:Ggreenstein@wsgr.com">Ggreenstein@wsgr.com</a><br><br>2101 Webster Street, Suite 1650<br>Oakland, CA 94612 | P: 212-310-8170<br>F: 212-310-8007<br><br>P: 510-451-4100<br>F: 510-451-4286 |
| J                     | Recording Industry Association of America, Inc. (RIAA)<br><br>Universal Music Group (UMG)<br><br>Sony Music Entertainment (SME)<br><br>Warner Music Group (WMG) | Steven M. Marks<br>Chief<br>Digital Business & General Counsel<br><br>Susan B. Chertkof<br>Sr. Vice President<br>Business and Legal Affairs<br><br>Steven R. Englund<br>Michael B. DeSanctis          | Jenner & Block LLP            | Recording Industry Association of America, Inc<br>1025 F Street NW<br>10 <sup>th</sup> Floor<br>Washington, DC 20004<br><a href="mailto:smarks@riaa.com">smarks@riaa.com</a><br><a href="mailto:schertkof@riaa.com">schertkof@riaa.com</a><br><br>1099 New York Ave., NW, 9 <sup>th</sup> Floor<br>Washington, D.C. 20001   | P: 202-775-0101<br>F: 202-775-7253<br><br>P: 201-639-6000<br>F: 202-639-6066 |
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**EXHIBIT B****Rates and Terms Determination Proceeding (Phonorecords III)**

| <b>Case event</b>   | <b>Date</b>                      |
|---|----------------------------------|
| <b>Order for Further Proceedings</b>  | June 14, 2016                    |
| Begin Preliminary Disclosure and Discovery                                      | June 14, 2016                    |
| End Preliminary Disclosure and Discovery  | August 1, 2016                   |
| Participants file Written Direct Statements<br>Commencement of Discovery Period | October 3, 2016                  |
| End of Discovery Period   | December 2, 2016                 |
| Settlement Conference Period  | December 3– 24, 2016             |
| Deadline for Joint Settlement Conference Report                                 | December 29, 2016                |
|   |                                  |
| <b>IF PARTICIPANTS DO NOT SETTLE</b>  |                                  |
| Deadline to file Written Rebuttal Statements <sup>1</sup>                       | January 20, 2017                 |
| Hearing   | commencing on March 6, 2017      |
| Deadline to file Proposed Findings and Conclusions                              | TBD                              |
| Issuance of Determination   | not later than December 15, 2017 |
|   |                                  |

<sup>1</sup> Additional discovery is at the discretion of the Judges. The Judges may, and likely will, schedule a prehearing conference. See 37 C.F.R. § 351.8.