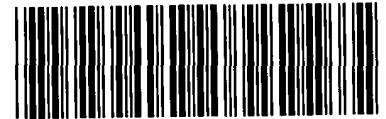




THURSDAY



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COMPANIES HOUSE

PHONOGRAPHIC PERFORMANCE LIMITED

Company limited by guarantee

Registered in England and Wales with registered number 288046

Registered office: 1 Upper James Street, London W1F 9DE

SPECIAL RESOLUTION

The following resolution was passed as a special resolution at the Annual General Meeting of Phonographic Performance Limited (the "Company") held on 9 June 2021:

To amend PPL's Articles of Association, as set out in the Annex to this Notice.

COMPANY SECRETARY

ANNEX TO NOTICE OF AGM**Proposed amendments to PPL's Articles of Association**

To amend Article 1(a) as follows:

- To revise the definition of "Annual Performer Meeting" so that it reads:

"The annual meeting of the Company with Eligible Performers held pursuant to article 101 (i), to report on the activities of the Company in relation to the collection and distribution of Performer Income.

- To delete the definition of "Annual Performer Report".
- To revise the definition of "Eligible Performer" as follows:

"At any given date, those Performers to whom the Company has distributed Performer Income at any time during the ~~last two financial periods of the Company prior to the financial period in which such date falls~~ relevant Eligible Period."

- To add a definition of "Eligible Period" as follows:

"In any given calendar year, the period comprising: (i) the last two financial periods of the Company prior to that calendar year and (ii) 1 January to 30 June inclusive in that same calendar year."

To amend Article 101 (i) as follows:

"The Company shall in each calendar year hold an Annual Performer Meeting and shall specify the meeting as such in notices calling it. The Annual Performer Meeting shall be held at such time and at such place as the Performer Board shall determine. At the Annual Performer Meeting ~~the Annual Performer Report shall be laid before the Eligible Performers and the~~ retirement and election of Performer Directors shall take place in accordance with the applicable provisions of article 61.