

EASTMAN & EASTMAN

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November 17, 2015

Ethan C. Glass
United States Department of Justice
Antitrust Division, Litigation III Section
450 Fifth Street, N.W., Suite 4000
Washington, D.C. 20530

Dear Mr. Glass:

We represent Billy Joel, along with other well-known songwriters and music publishers. Mr. Joel is a member of ASCAP.

It is our strongly held position that the Department of Justice should not require ASCAP and BMI (the "PROs") to license 100% of a musical composition for which either such PRO holds a fractional share. This requirement would: (i) be a radical departure from the long-standing (and in our view correct) practice of each PRO licensing its respective share of a musical composition and accounting directly to its members for such share; (ii) create an administrative quagmire for the PROs with intractable cross-accounting inaccuracies, inefficiencies and litigation and, as such, would seriously impair the ability of the writers and publishers to be paid fairly, promptly and accurately; (iii) undermine the ability of writers and publishers to affiliate with the best and most efficient service providers and to choose to exploit or refrain from exploiting their compositions; and (iv) stifle / limit competitive choices for writers and publishers and their ability to bargain with ASCAP, BMI and other non-regulated

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performing rights organizations. In a business that has been massively disrupted over the past twenty years, requiring 100% licensing of songs by the PROs would be a big, inefficient, anti-competitive step backwards.

I am available to discuss this all with you at your convenience.

Sincerely,

A handwritten signature in black ink, appearing to read "W. Keith", followed by a horizontal line extending to the right.

by scan and mail