

**EXHIBIT C  
PAYMENT OPTIONS FOR SOUND TRACK RECORDS**

The sole purpose of this chart is to summarize the provisions of the Sound Recording Agreement. To the extent that any of the information contained in this chart is inconsistent with any provision of the Agreement, the provision of the Agreement will govern.

	<b>DEFAULT Article 8(b)</b>	<b>OPTION 1 Article 8E(a)(1)</b>	<b>OPTION 2 Article 8E(a)(2)</b>	<b>OPTION 3 Article 8D</b>	<b>OPTION 4 Article 8C(a) and (b)</b>	<b>OPTION 5 Article 8C(c)</b>	<b>OPTION 6 Article 8F</b>	<b>OPTION 7 Article 8G</b>
<b>TYPE OF RELEASE</b>	Any sound track record	Any sound track record or digital download released in connection with a theatrical or television motion picture with sales of under 15,000 units if: ◆ Required musician/AFM credits included with physical sound track record (or posted or downloadable in the case of a digital download); and  ◆ AFM receives 25 CDs (either in physical or digital format)	Any sound track record or digital download released in connection with a theatrical motion picture if:  ◆ Required musician/AFM credits included with physical sound track record (or posted or downloadable in the case of a digital download); and  ◆ AFM receives 25 CDs (either in physical or digital format)	Any sound track record released in connection with a theatrical motion picture (unless record includes music scored in Canada) if:  ◆ Required musician/AFM credits included with physical sound track; and  ◆ AFM receives 75 CDs	Any sound track record released in connection with a theatrical motion picture  ◆ Required musician/AFM credits included with physical sound track; and  ◆ AFM receives 75 CDs	Any sound track record released in connection with the theatrical motion picture that uses 7-1/2 minutes or less of the sound track from the motion picture or TV film	Singles released on or after April 14, 2010 in connection with a theatrical motion picture other than as a part of a sound track album	Any sound track recorded on or after November 1, 1960 but before August 14, 2005 (unless payment has already been made under Article 8(b) of the AFM Basic Theatrical or Television Motion Picture Agreement or Options 3, 4, or 5) if:  ◆ Required musician/AFM credits included with physical sound track record (or posted, downloadable or provided to the Union or IMDB in the case of a digital download); and  ◆ AFM receives 20 copies (either CDs or digital copies)
<b>PAYMENTS DUE ON RELEASE</b>	100% of SRLA wages (15% discount may apply -see box below)	No payments due at release, but Form B contract reflecting payment at 50% of SRLA wages must be provided to the AFM upon release.	10% of SRLA wages (15% discount may apply - see box below)	25% of SRLA wages (15% discount may apply - see box below)	50% of SRLA wages (15% discount may apply - see box below)	Scale wages that would be payable if the recording were made under the “special session scale” provisions of the SRLA in effect when the sound recording is released	No payments due at release, but Form B contract reflecting payment at 50% of SRLA wages must be provided to the AFM upon release.	5% of Producer’s phonorecord royalties derived from sales of the sound track record (i.e., worldwide total gross record royalty payable to the Producer, excluding any publishing-related revenue such as mechanical royalties). Such payment is inclusive of pension contributions.

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	DEFAULT	OPTION 1	OPTION 2	OPTION 3	OPTION 4	OPTION 5	OPTION 6	OPTION 7
<b>DEFERRED PAYMENTS BASED ON UNITS RELEASED</b>		<ul style="list-style-type: none"> <li>◆ 50% of SRLA wages once sales reach 15,000 units* (15% discount may apply – see box below)</li> <li>◆ 50% of SRLA wages once sales reach 50,000 units* (15% discount may apply – see box below)</li> <li>◆ 20% of SRLA wages once sales reach 100,000 units* (15% discount may apply – see box below)</li> </ul> <p>*Individually downloaded recordings (i.e. single tracks from an entire sound track album) = 1/12 unit</p>	<ul style="list-style-type: none"> <li>◆ 10% of SRLA wages once sales reach 10,000 units* (15% discount may apply – see box below)</li> <li>◆ 10% of SRLA wages for each subsequent threshold of net sales of 10,000 units,* up to 110,000 units* (15% discount may apply – see box below)</li> <li>◆ No additional payments due for sales over 110,000 units*</li> </ul> <p>*Individually downloaded recordings (i.e. single tracks from an entire sound track album) = 1/12 unit</p>	<ul style="list-style-type: none"> <li>◆ 25% of SRLA wages once sales exceed 25,000 units</li> <li>◆ 50% of SRLA wages once sales exceed 50,000 units</li> <li>◆ 20% of SRLA wages once sales exceed 100,000 units</li> </ul>	<ul style="list-style-type: none"> <li>◆ 50% of SRLA wages once net sales exceed 50,000 units</li> <li>◆ 20% of SRLA wages once net sales exceed 100,000 units unless:               <ul style="list-style-type: none"> <li>⇒ Required musician/AFM credits included with physical sound track record; and</li> <li>⇒ AFM receives 75 CDs</li> </ul> </li> </ul>	N/A	<ul style="list-style-type: none"> <li>◆ 50% of SRLA wages once sales exceed 200,000 units</li> <li>◆ 50% of SRLA wages once sales exceed 380,000 units</li> <li>◆ 20% of SRLA wages once sales exceed 450,000 units</li> </ul>	

- ◆ SRLA wages = scale wages under “basic scale” provisions of Sound Recording Labor Agreement (“SRLA”) in effect when sound track record is released
- ◆ Pension contributions also due on all payments (5% payment under Option 7 is inclusive of pension contributions)
- ◆ Producer may apply a 15% discount to payments under the Default Provision, Option 1 or Option 2 (or to the first payment under Options 3 or 4) if:

- ⇒ the sound track record is a physical release (or a digital release under Options 1 or 2)
- ⇒ the sound track record uses 40 (45 in the case of Option 4) minutes or more of music originally recorded for the picture, and
- ⇒ the sound track record utilizes 75 (80 in the case of Option 4) or more musicians (excluding orchestrators and music prep), and
- ⇒ required musician/AFM credits included with physical sound track record (or posted or downloadable in the case of a digital download under Options 1 or 2)