

STATE OF MINNESOTA
COUNTY OF CARVER

DISTRICT COURT
FIRST JUDICIAL DISTRICT
PROBATE DIVISION

In the Matter of:

Case Type: Supervised Administration
Court File No.: 10-PR-16-46
Judge: Kevin W. Eide

Estate of Prince Rogers Nelson,
Deceased.

**UMG RECORDINGS, INC.'S JOINDER
IN COMERICA BANK & TRUST, N.A.'S
MOTION TO APPROVE RESCISSION
OF EXCLUSIVE DISTRIBUTION AND
LICENSE AGREEMENT**

TO ALL PARTIES AND THEIR COUNSEL: Please take notice that UMG Recordings, Inc. ("UMG") hereby joins in the Personal Representative's Motion to Approve Rescission (the "Motion") of the Exclusive Distribution and License Agreement dated January 31, 2017 (the "UMG Agreement"), which is set for hearing in this Court on June 13, 2017.

As described in the Motion, Warner Bros. Records, Inc. ("WBR") claims that it in fact holds certain of the key rights purportedly conveyed to UMG by the Estate. This cloud on title makes it impossible for UMG to exercise the rights for which it bargained. As the Personal Representative cannot provide UMG assurances that WBR does not in fact hold conflicting rights, UMG and the Personal Representative agreed to enter into the Rescission and Termination Agreement dated as of May 12, 2017. Rescission will benefit all parties by resolving this matter without the cost, delay, and uncertainty of the litigation that UMG will be forced to bring if rescission is not approved by this Court.

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Dated: May 30, 2017

/s/ Scott A. Edelman

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Dated: May 30, 2017

/s/ Ryan R. Dreyer

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