

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

MELISSA FERRICK, et al.,

Plaintiffs,

vs.

SPOTIFY USA INC., et al.,

Defendants.

Case No. 1:16-cv-08412 (AJN)

DECLARATION OF JOHN RASO

I, John Raso, hereby declare and state as follows:

1. I am the Senior Vice President, Client Services for The Harry Fox Agency (HFA), a leading provider of rights management, licensing and royalty services for the United States music industry. HFA was established in 1927 by the National Music Publishers' Association to license, collect and distribute royalties on behalf of musical copyright owners. The following statements are based on my personal knowledge, and if called on to do so, I could and would testify competently thereto.

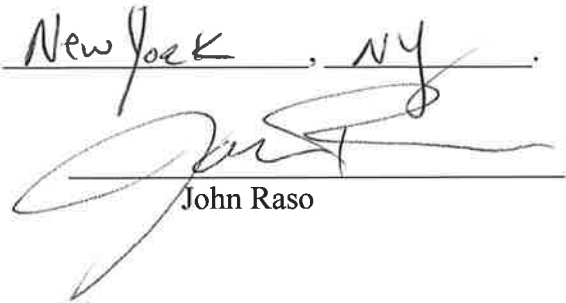
2. HFA has been administering mechanical license royalty payments on behalf of Spotify USA Inc. (Spotify) in the United States since Spotify launched in the United States in 2011. I have been involved in HFA's relationship with Spotify since 2011.

3. HFA pays publishers their mechanical royalties by either mailing a physical check, or by initiating an electronic deposit in cases where publishers sign up to receive their payments electronically. Even where Spotify does not have a direct license with a publisher, many publishers choose to receive their statutory royalty payments electronically.

4. In its role as the administrator for Spotify's mechanical royalty payments in the U.S., HFA has sent royalties to over ten thousand publishers on Spotify's behalf. In the over six years that HFA has been sending mechanical royalties to publishers on Spotify's behalf, I am aware of few instances in which a publisher rejected a payment or did not deposit a check.

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Executed this 10th day of November, 2017 in New York, NY.



John Raso