

28 May 2019

Hipgnosis Songs Fund Limited (“Hipgnosis” or the “Company”)

Acquisition of Music Catalogue

The Board of Hipgnosis Songs Fund Limited and its Investment Adviser, The Family (Music) Limited, are pleased to announce that the Company has acquired a music catalogue from Ari Levine, a multi-Grammy nominated songwriter and producer, best known for his work as a member of the three-piece writing and producing group The Smeezingtons (whose members also include Bruno Mars and Philip Lawrence).

Ari Levine has achieved 99 Number 1, 256 Top 5 and 361 Top 10 Chart positions globally with numerous artists including Bruno Mars, Cee Lo Green, Diplo and Mark Ronson.

Ari has written multiple Top 10 hits, including ‘F**k You’ by Cee Lo Green, ‘Just The Way You Are’, ‘Grenade’, ‘When I Was Your Man’ and ‘Locked Out of Heaven’ by Bruno Mars, ‘Billionaire’ by Travie McCoy, ‘Nothin’ On You’ by B.o.B. and ‘One Day’ by Matisyahu.

For Ari and The Smeezingtons, critical acclaim has come hand-in-hand with commercial success. Whilst Ari has won numerous ASCAP Awards, The Smeezingtons have also been nominated twice for the ‘Producer of the Year’ Grammy Award, and ‘Locked Out Of Heaven’, by Bruno Mars, was nominated for both ‘Record of the Year’ and ‘Song of the Year’ at the 2014 Grammy Awards.

The Company has acquired 100% of Ari Levine’s copyright ownership in his catalogue, which comprises 76 songs in total, including 100% of his writer share of performance income collected and distributed by the Performance Rights Organization GMR (Global Music Rights).

Merck Mercuriadis, Founder of The Family (Music) Limited and Hipgnosis Songs Fund Limited, said:

“Ari is one of the most important writers and producers of the new pop era. Having co-written and produced the entirety of the seminal first two Bruno Mars albums, which include 4 Number 1 singles in ‘Just The Way You Are’, ‘Grenade’, ‘Locked Out Of Heaven’ and ‘When I Was Your Man’, as well as the Number 1 single ‘F**k You’ for Cee Lo Green, Ari’s work has resulted in some of the most highly regarded and enduring songs of the last 10 years. He has everyone’s respect and I’m delighted to welcome him to the Hipgnosis family.”

Ari Levine said:

“I couldn’t be happier with a better home for my catalogue. Merck and Hipgnosis are the right executive and company team to look after my musical legacy. I’m proud to have my catalogue in their hands and I’m confident in their ability to grow its value and influence in the upcoming decades.”

Josh Levine said:

“After searching high and low for the right partner, it’s refreshing to find a company like Hipgnosis that not only says what they are going to do but actually follows through with it. I’m excited to have Merck looking over Ari’s catalogue and I’m sure he will care for it like I have over these past 10 years.”

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NOTES TO EDITORS

About Hipgnosis Songs Fund Limited

(www.hipgnosissongs.com)

Hipgnosis, which was founded by Merck Mercuriadis, is a Guernsey registered investment company established to offer investors a pure-play exposure to songs and associated musical intellectual property rights. In its Initial Public Offering on the Specialist Fund Segment of the London Stock Exchange's main market on 11 July 2018, the Company raised approximately £200m gross equity capital. In its Subsequent Placing under its Placing Programme on 12 April 2019, the Company raised approximately £140m of further equity capital.

About The Family (Music) Limited

The Company's Investment Adviser is The Family (Music) Limited, which was founded by Merck Mercuriadis, former manager of globally successful recording artists, such as Elton John, Guns N' Roses, Morrissey, Iron Maiden and Beyoncé, and hit songwriters such as Diane Warren, Justin Tranter and The-Dream, and former CEO of The Sanctuary Group plc. The Investment Adviser has assembled an Advisory Board of highly successful music industry experts which include award winning members of the artist, songwriter, publishing, legal, financial, recorded music and music management communities, all with in-depth knowledge of music publishing. Members of The Family (Music) Limited Advisory Board include Nile Rodgers, The-Dream, Giorgio Tuinfort, Starrah, Nick Jarjour, Bill Leibowitz, Ian Montone, Jason Flom and David A. Stewart.